



**TEES
VALLEY**

**TEES
VALLEY**

Constitution

September 2023

TVCA | Tees Valley
Mayor

September 2023

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Foreword

This document sets out the basis of how decisions will be taken within our Combined Authority, in keeping with principles of democracy and transparency and with effective and efficient decision-making.

The five Tees Valley authorities have demonstrated a commitment to collaboration - between ourselves, and with business and other partners – for many years. The creation of the Tees Valley Combined Authority in April 2016 created a clear statutory basis for an enhanced partnership. The Tees Valley has demonstrated its commitment to assume greater powers and responsibilities, with the resources to deliver them effectively. Our devolution deal with government identified specific areas where responsibilities would be transferred from central government to our region. We are confident that, by making decisions closer to the people we represent, we can deliver better outcomes, and greater transformation of our economy and public services. The devolution deal is an important step and has allowed us to start to deliver real change for the people of the Tees Valley but we want to go further.

Successful devolution depends upon strong local arrangements for decision-making. The transfer of responsibilities from one tier of government to another will do nothing, in itself, to deliver more effectively for our citizens. To ensure that devolution secures better outcomes for our citizens, we have a responsibility to deliver better, more inclusive, and more transparent decision-making; meeting the aspirations of the Tees Valley more effectively than decision-making in Westminster and Whitehall.

May 2017 saw the election of a Mayor of the Tees Valley, required by government as a precondition for meaningful devolution, who is also chair of our Combined Authority. We strongly believe that the Mayoral arrangements will only gain the confidence of the electorate if they secure support from across our diverse communities, meet the highest standards of democratic accountability, and are subject to robust checks and balances. This Constitution therefore

provides for the Mayor's role to be embedded in the Combined Authority's collective decision-making arrangements. The Mayor chairs a Cabinet made up of the leaders of the five authorities, who together form the Combined Authority's decision-making forum. They will need to work closely with leaders of the business community and other partners. The Constitution reinforces an ethos of collaboration and inclusion.

Part 1 - Introduction

1. The Tees Valley is defined as the area covered by five Constituent Authorities. They are :
 - Stockton- on-Tees Borough Council;
 - Darlington Borough Council;
 - Hartlepool Borough Council;
 - Redcar and Cleveland Borough Council; and
 - Middlesbrough Council.
2. The Tees Valley Combined Authority (the “**Combined Authority**”) exists to further the sustainable and inclusive growth of the economy of the Tees Valley. It was established in April 2016 and has been built on a strong history of collaboration between the Constituent Authorities, the private sector and other partners.
3. The Combined Authority incorporates the role and responsibilities of the Tees Valley Business Board , the Transport Authority, and various other statutory and non-statutory responsibilities. The Tees Valley Combined Authority was established by the Tees Valley Combined Authority Order 2016 (SI 2016 - No 449). The role of Mayor for the Combined Authority Area was created by the Tees Valley Combined Authority (Election of Mayor) Order 2016 (SI 2016 – No 783). The functions of the Authority are set out in the Tees Valley Combined Authority Function Order (SI 2017 – No 250) as amended by the Tees Valley Combined Authority (Functions and Amendments) Order (SI 2017 – 2017 No 271). Further functions in relation to Adult Education were given to the Combined Authority under the Tees Valley Combined Authority (Adult Education Functions) Order 2018 (SI 2018 - No 1145). This Constitution reflects the statutory requirements prescribed in the above legislation and constitutes Standing Orders in accordance with Schedule 1, Paragraph 6 of the Tees Valley Combined Authority 2016.
4. This constitution reflects:
 - Experience of effective management of collaborative arrangements operating

within the Tees Valley for over 20 years;

- The commitments entered into by government and the leaders of the Tees Valley, in the devolution deal signed in October 2015;
- Interim constitutional arrangements put in place on the establishment of the Combined Authority in April 2016;
- Proposals for a governance scheme established by the Tees Valley leaders, and which were subject to public consultation in July and August 2016;
- Approval to the governance framework by the Constituent Authorities and the Combined Authority in January 2017;
- The statutory framework established by parliament in April 2016.

5. This Constitution is a living document and shall be amended as the Combined Authority develops. Authority is delegated to the Monitoring Officer, in consultation with the Group Chief Executive, the title given to the Head of Paid Service, to make amendments to the Constitution, in order to reflect organisational or legislative changes, or to make any minor textual or grammatical corrections. Any other changes shall be agreed unanimously by the Combined Authority's Cabinet.
6. The Tees Valley Combined Authority (Election of Mayor) Order 2016 established that there would be a Mayor for the Tees Valley Combined Authority. The first Mayor was elected in May 2017 to serve for a term of three years with elections to be held every four years thereafter. The Coronavirus Act 2020 delayed the Mayoral elections for one year to 6 May 2021, therefore extending the first term of office to four years. The second Mayoral Election took place on the 6 May 2021. The Mayor will serve for three years. Future Mayoral elections will take place every four years. The Tees Valley Mayor chairs the Combined Authority and its Cabinet; with the responsibilities and checks and balances on the exercise of those responsibilities, as set out by this Constitution.
7. The Mayor and other Cabinet Members ('Members') will work together in

collaboration, in the interests of the people of the Tees Valley. This Constitution sets out arrangements to ensure the effective conduct of the Combined Authority's business, in this spirit of collaboration, mutual respect and transparency. All Members will strive to work on the basis of consensus, taking decisions through agreement. These principles shall apply irrespective of the statutory basis for the exercise of those powers; whether through the powers and responsibilities of the Mayor, the Combined Authority, or the Tees Valley Business Board. The powers of the Mayor are to be exercised through collaboration within the Combined Authority's Cabinet, and in partnership with all relevant stakeholders.

The Combined Authority Cabinet

8. The principal decision-making body of the Combined Authority shall be known as the Combined Authority's Cabinet. All decisions of the Combined Authority, unless otherwise delegated, shall be taken by the Cabinet, according to the arrangements set out in this Constitution.
9. The Combined Authority shall hold an Annual Meeting in public, to consider any amendments to the Constitution, and for the Cabinet to make appointments to certain key Combined Authority roles. The Annual Meeting of the Combined Authority Cabinet shall generally take place following the Annual Meetings of the constituent authorities, in order to reflect the appointments made by the constituent authorities to the Combined Authority and its committees, but in any case, no later than the end of July. Meetings for the carrying out of general business shall be held in each year at the times and on the dates determined by the Cabinet. Extraordinary meetings may be called at any time in accordance with the provisions of the Local Government Act 1972 ("**1972 Act**") or any other relevant statutory provision.
10. The members of Cabinet shall be the respective Leaders for the time being, of the Constituent Authorities and the Tees Valley Mayor. In addition, the Constituent Authorities shall each nominate another of their respective elected members as a Substitute Member, with the authority to act in place of that Constituent Authority's Leader.

11. All Leaders shall be regarded as having equal status within the Combined Authority, irrespective of the governance arrangements applying within each Constituent Authority, or of the population residing within that authority. Middlesbrough Council operates with a Mayoral model of governance. In this constitution, the phrase “**Leaders**” includes the Mayor of Middlesbrough, and the phrase “**Mayor**” in this Constitution applies only to the elected Tees Valley Mayor. All provisions for appointments by Hartlepool Council to the Combined Authority’s committees shall be made in accordance with the committee system of governance applying specifically in that authority.
12. The Cabinet shall be chaired by the Mayor, or in their absence the Deputy Mayor.
13. The Mayor shall appoint a Deputy Mayor from amongst the Cabinet Members representing the Constituent Authorities, determined annually by rotation in the order set out in Paragraph 1.1 of this Part 1. In the event that a Cabinet Member does not wish to assume the role of Deputy Mayor, the Mayor shall invite the Cabinet Member from the next Constituent Authority in the order set out in Paragraph 1.
14. The Deputy Mayor shall act in place of the Mayor if the Mayor leaves or resigns before the expiry of their term of office, is unable to chair a meeting of Cabinet, or is otherwise unable to act, until such time as the Mayor is able to act or a new Mayor is elected. Where the Deputy Mayor is required to act in place of the Mayor in connection with any matter, the Substitute Member pursuant to Paragraph 2.3 of this Part 1, for the Constituent Authority to which the Deputy Mayor belongs shall exercise that Constituent Authority’s right to vote in relation to that matter.
15. The Chair of the Tees Valley Business Board shall be entitled to attend Cabinet meetings on a non-voting basis but with the right to fully participate in debate and to make proposals for consideration by Cabinet on behalf of the Tees Valley Business Board. The Tees Valley Business Board shall identify to the Cabinet another member, from its Deputy Chairs to substitute for its Chair in the event that its Chair is unable to attend. Tees Valley Business Board members with specific thematic responsibilities for matters to be discussed at cabinet will also be invited to attend

the relevant cabinet meetings together with the Tees Valley Business Board Chair.

16. The quorum for meetings of Cabinet is:
 - (a) for any matter where a **unanimous decision** is required, all Cabinet Members or their Substitute Members. If the Deputy Mayor is acting in place of the Mayor, the quorum for that matter shall include the Substitute Member for the authority to which the Deputy Mayor belongs.
 - (b) for all other meetings, the Mayor or Deputy Mayor, and three of the five other Cabinet Members or their Substitute Members.
17. At any point during any meeting of Cabinet, if there is not a quorum present¹, then the meeting will adjourn immediately. Remaining business will be considered at a time and date fixed by the Chair. If the Chair does not fix a date, the remaining business will be considered at the next ordinary Cabinet meeting.
18. The proceedings of the Cabinet are not invalidated by any vacancy amongst its Members or Substitute Members, or by any defect in the appointment or qualifications of any Member or Substitute Member.
19. The Cabinet may establish sub-committees, working groups and partnership arrangements as necessary to support the work of the Combined Authority, and may determine terms of reference and membership as appropriate.
20. The Cabinet shall conduct its proceedings in accordance with the rules of procedure, set out in **Part 2**.

Portfolio Responsibilities of Cabinet Members

21. The Cabinet Members, except the Mayor, may, at the Annual Meeting, unanimously agree an allocation of portfolio responsibilities between them, representing the principal responsibilities of the Combined Authority. In the event that unanimous agreement cannot be achieved, the Mayor shall propose the allocation of portfolios, except that no Leader shall be required to adopt a portfolio responsibility without their agreement.

¹ SI 2016 No – 499 para 3(2) – 3 members are required for a quorum.

The Cabinet may delegate functions to Cabinet members with portfolio responsibilities, and may agree that Cabinet members with portfolio responsibilities represent the Combined Authority on any matter within that portfolio.

The Chair of the Tees Valley Business Board shall not hold a portfolio role, but shall seek to represent the views of the members of the Tees Valley Business Board, and the wider business community, on all relevant matters.

Decisions and Voting

22. This Constitution sets out that certain major decisions which require the unanimous agreement of the Combined Authority Cabinet. They are:
- i. for changes to the Constitution (Part 1, Paragraph 1.5);
 - ii. the adoption, approval, amendment, withdrawal or revocation of the Tees Valley Investment Plan ²(see paragraph 32);
 - iii. the adoption, approval, amendment, withdrawal or revocation of any medium- term financial plan, including the determination of any contribution from the constituent council.³ (see paragraph 43);
 - iv. the setting of any transport levy under Section 74 of the Local Government Finance Act 1988 (paragraph 50);⁴ and
 - v. the adoption, approval, amendment, withdrawal or revocation of the Strategic Economic Plan (paragraph 28), and such other plans and strategies as may be determined unanimously by the Combined Authority, and recorded in this Constitution⁵ (see paragraph 114)
23. For all other decisions or set of decisions where, after reasonable efforts have been taken to secure a consensus, a consensus cannot be reached, decisions shall (subject to Paragraph

² SI 2016 No – 499 para 3(6)(a)

³ SI 2016 No – 499 para 3(6)(b)

⁴ SI 2016 No – 499 para 3(6)(c)

⁵ SI 2016 No – 499 para 3(6)(d)

4.3 of this Part 1 below) be taken according to a simple majority vote⁶; except that the Mayor (or the Deputy Mayor if substituting for the Mayor) must be part of the majority.

24. As an exception to the above, it is hereby agreed that any decision of the Combined Authority in respect of which the costs, risks, or financial detriments are to be borne solely or mainly by a single Constituent Authority, shall not be taken unless that Constituent Authority is part of the majority.⁷
25. Each member of Cabinet shall have one vote. The Chair shall not have a second or casting vote. If the vote is tied, it shall be deemed not to have been carried.
26. In the event that the Mayor (or in their absence the Deputy Mayor) opposes a proposal, but a majority of the Cabinet is in agreement, the proposal shall be deemed to have been neither carried nor rejected. In these circumstances, a decision shall be deferred for a future meeting, to allow adequate time for the scope for consensus to be explored, after which time an alternative proposal may be brought forward for consideration, with voting as set out in Paragraph 4.1
27. Where a vote is required, a vote will take place by a show of hands. If a Member requests, and the request is supported by two other Members, before any vote is taken, the voting on the question shall be recorded so as to show whether each Member present voted for or against the question or abstained from voting. A Member or Substitute Member may request that their vote be recorded in the minutes of the meeting.

⁶ SI 2016 No – 499 para 3(1)

⁷ If this situation arises regards should also be had to SI 2016 No – 499 para 3(6)(b)

Strategies

28. The Combined Authority shall maintain and update as necessary:
- (a) a Strategic Economic Plan, setting out the long-term ambitions for the development of the economy, and summarising strategies and plans to enhance the sustainable and inclusive economic growth of the Tees Valley. The Plan will be developed in cooperation with Cabinet and the Tees Valley Business Board, the wider business community, the Overview and Scrutiny committee, other stakeholders, and with public engagement and consultation. It shall be proposed by the Mayor to the Cabinet, for consideration and agreement;
 - a Strategic Transport Plan, fulfilling the statutory role of a local transport plan for the Tees Valley; and
 - (b) any other strategies and plans which the Combined Authority agree as necessary for the delivery of its functions.

The Investment Plan

29. To meet its responsibilities, the Combined Authority holds capital and revenue funding; derived mainly from resources devolved from central government, and from the returns from past investments. Under the principles of devolution, allocation of these resources should be made through transparent and democratically accountable decision-making, in the best interests of the long-term economic and social benefit of the people of the Tees Valley.
30. Proposals for allocation of resources available to the Combined Authority shall be set out in an Investment Plan, to be adopted annually and amended as necessary through unanimous agreement by the Cabinet. The Investment Plan shall include:
- i. Estimates of the total resources available to the Combined Authority, on a

medium-term basis;

- ii. Identification of funding priorities;
- iii. Existing commitments of funding to programmes and projects;
- iv. Assessment of assets, liabilities, receipts and borrowing;
- v. Assessment of co-funding from other parties for Combined Authority programmes and projects.

31. Part of the Combined Authority's budget relates to funds devolved from central government for Highways Authority functions, exercised by the individual Constituent Authorities rather than by the Combined Authority. The funding received by the Combined Authority for Highways Authority functions will be apportioned as per the table in Appendix 2, which can only be amended through the unanimous agreement of Cabinet.

The Budget Setting Process

32. On an annual basis, the Group Chief Executive and Group Director of Finance and Resources shall prepare a draft Budget for the Combined Authority, consistent with statutory requirements and principles of sound financial management. The draft Budget shall also be presented in the context of the agreed Investment Plan, identifying any consequential amendments to the Investment Plan which would require unanimous agreement.

33. In accordance with the statutory requirements, the draft budget shall separate non-Investment plan expenditure into:

- i. Proposed expenditure on the Mayor's General Functions; and
- ii. Proposed expenditure on Combined Authority Functions.

The Mayor's General Functions shall comprise the following functions:

<u>Power</u>	<u>Originating Statute</u>	<u>Statute vesting that power in the Mayor</u>
Power to pay grant	S31 Local Government Act 2003	Art 6 Tees Valley Combined Authority (Functions and Amendment) Order 2017
Local Transport Plans – develop and implement policies	S108, 109 and 112 Transport Act 2000	Art 6 Functions and Amendment Order 2017
All powers in relation to Mayoral Development Corporations	S197 to 221 Localism Act 2011	Art 5(1) Tees Valley Combined Authority (Functions) Order 2017

The Combined Authority Functions shall comprise the following functions:

<u>Power</u>	<u>Originating Statute</u>	<u>Statute vesting that power in TVCA</u>
Transport Functions	Functions of the 5 constituent councils within Parts 4 (local passenger transport services) and Part 5(financial provisions) of Transport Act 1985 plus their functions as local transport authorities under Transport Act 2000	Art 4 Functions and Amendment Order 2017
Housing	Periodical review of housing needs under s8 Housing Act 1985	Art 5 Functions and Amendment Order 2017
Economic development and regeneration functions	S1 localism act 2011 general power of competence (but only in relation to economic development and regen)	Art 7 Tees Valley Combined Authority Order 2016
Power to encourage visitors and provide conference and other facilities	S144 Local Govt Act 1972	Art 7 Tees Valley Combined Authority Order 2016

Duties and powers related to the provision of education and training for persons over compulsory school age	S15ZA, s15ZB, s15ZC, s17, s18(1)(b), s514A and s560A Education Act 1996	Art 7 Tees Valley Combined Authority Order 2016
Duty to prepare an assessment of economic conditions	S69 Local Democracy, Economic Development and Construction Act 2009	Art 7 Tees Valley Combined Authority Order 2016
Power to place staff at disposal of other local authorities	S113 Local Govt Act 1972	S8 Tees Valley Combined Authority Order 2016
power to arrange for publication of information relating to the authority	S142(2) Local Govt Act 1972	Art 8 Tees Valley Combined Authority Order 2016
power to prosecute and defend legal proceedings	S222 Local Govt Act 1972	Art 8 Tees Valley Combined Authority Order 2016
Power to research and collect information	S88(1)(a) and (b) Local Govt Act 1988	Art 9 Tees Valley Combined Authority Order 2016
Powers in connection with Adult Education in relation to the Tees Valley	Ss86, 87,98, 90 and 100(1) of the Apprenticeships, Skills, Children and Learning Act 2009. Not including: (a) any functions relating to apprenticeship training; (b) any functions relating to persons subject to adult detention; or (c) any power to make regulations or orders.	Tees Valley Combined Authority (Adult Education Functions) Order 2018

34. If any element of the draft Budget proposes expenditure incurred in, or in connection with, the exercise of the Mayor's General Functions defined under the Combined Authorities (Finance) Order 2017, which is not proposed to be met through other sources, and where this position is confirmed by the Monitoring Officer and Group Director of Finance and Resources, the draft Budget may set out a proposal to precept the Constituent Authorities, under section 40 of the Local

Government Finance Act 1992. Otherwise, the draft Budget shall confirm that a precept is not proposed for the Mayor's General Functions.

35. The draft Budget shall be submitted to the Cabinet for consideration and approval for the purposes of consultation. Approval by the Cabinet to consult on the budget proposals shall not be taken to pre-determine their final approval, or the position of the Mayor or individual Cabinet members, with or without amendments, following consultation. Consultation shall take place on the draft Budget for such period of time, and with such consultees as the Cabinet shall determine; and the consultees shall include the Tees Valley Business Board, the Overview and Scrutiny Committee, representatives of the business community, higher and further education institutions, trade unions, and the Constituent Authorities.
36. Before 1 February, having taken into account the draft Budget prepared by the Group Chief Executive and Group Director of Finance and Resources, the consultation responses, and any other relevant factor, the Mayor shall propose the Combined Authority's draft Budget to Cabinet.
37. The Combined Authority shall meet to consider the Mayor's proposed draft Budget before the 8 February.
38. Unanimous approval is required for any aspect of the draft Budget which requires amendment to the Investment Plan.
39. In relation to the Combined Authority Functions part of the draft Budget, this shall be approved by a simple majority vote except that the Mayor (or Deputy Mayor if substituting for the Mayor) must be part of that majority, in accordance with clause 25 of this Constitution.
40. In relation to the Mayor's General Functions part of the draft Budget, a report may be agreed by a majority of Cabinet members (excluding the Mayor):
 - i. approving the Mayor's General Functions part of the draft Budget as proposed by the Mayor under paragraph 41; or
 - ii. agreeing a report making proposals for amendment to the Mayor's General Functions part of the draft Budget. Any such draft amendments must be provided in advance of the meeting to the Group Director of Finance and

Resources, in order that they can be determined as being within the statutory requirements for a valid budget; and

- iii. agreeing a date, at least five working days beginning on the day after the day the mayor receives the report referred to in 45 (ii).

41. Within the period specified under paragraph 45(iii), the Mayor shall publish a report responding to any proposals set out by the Cabinet under paragraph 45(ii). The report may support some or all of the proposals made under paragraph 45(ii), with reasons why the Mayor supports or rejects those proposals. The draft Mayoral General Functions part of the Budget shall be amended to reflect any proposals under paragraph 45(ii) which are supported by the Mayor, or any other revisions.

42. Within five working days of the expiry of the period referred to in 45(iii) the Combined Authority must meet to determine whether to:

- i. approve the draft or revised draft of the Mayor's General Functions part of the Budget or, alternatively;
- ii. veto the draft or revised draft Mayor's General Functions part of the Budget (such veto to require at least three cabinet members (excluding the Mayor)) and to approve the draft of the Mayor's General Functions part of the Budget incorporating the Combined Authority's recommendations referred to at 45 (ii) above.

43. The Cabinet's budget-setting powers for the Mayor's General Functions may only be used for resourcing purposes (for example to determine how much is required to be spent or how large a precept is acceptable for these functions) rather than to pre-empt how those resources are expended in relation to the Mayor's General Functions. Additionally, the fact that budgetary provision is made for certain expenditure shall not compel the Mayor's General Functions to engage in such expenditure.

44. If by 8 February the Cabinet fails to reach a majority decision on the Combined Authority Functions part of the Budget in accordance with clause 42 above, and/or fails to make a report in relation to the Mayor's General Functions part of the Budget in accordance with clause 45 above, the draft Combined Authority Functions or Mayor's General Functions part of the Budget (or both, as appropriate) proposed on 1 February in that year to the Cabinet shall be deemed to be approved by the Combined Authority.
45. Proposals for expenditure of resources shall be submitted as necessary to Cabinet by the Group Chief Executive and Group Director of Finance and Resources, for approval by Cabinet; except that any proposals requiring amendment to the Investment Plan shall require unanimous agreement.
46. The Cabinet shall not take a decision which has a direct financial impact upon any of the Constituent Authorities, as determined by the Group Director of Finance and Resources, without the approval of the Cabinet member representing that authority.
47. Combined Authorities are intended to have the statutory power to levy for their transport functions. Unlike some Combined Authorities, the Tees Valley Combined Authority is not responsible for operating transport services, and there is therefore no current need to exercise this power. Should the situation arise, any such levy shall only be approved with the unanimous agreement of the Cabinet, and shall require amendments to the Constitution to determine the means on which any levy should be determined.
48. As a condition for the receipt of devolved funding, the Combined Authority has agreed an Assurance Framework with central government. A copy of the current Assurance Framework is published on the Authority's website.
49. In accordance with the Assurance Framework, it is hereby agreed that any individuals who have been directly involved with the preparation, approval and

submission of bids from a Constituent Authority to the Combined Authority for funding, may not subsequently be involved as part of the Combined Authority's decision making process as to whether that Constituent Authority's bid for funding is

Tees Valley Business Board

50. The Tees Valley Business Board is the principal forum for collaboration between the public and private sectors, for improving the economy of the Tees Valley. The role of its members is to be:

- Independent – providing specialist, business-led insights to critically influence, shape and review economic development activity in Tees Valley.
- Inclusive and Diverse - providing a representative voice for all businesses in Tees Valley.
- Innovative – developing innovative, business-led solutions to address challenges and opportunities, and deliver transformative change for the Tees Valley economy.
- Intelligence Led – providing local business insights; drawing on data and intelligence; commissioning bespoke research and evaluation as required – to drive economic growth activity and maximise impact.
- Integrated – providing a clear voice for business, strategic connectivity and oversight across the business growth agenda, whilst working collaboratively and effectively with our five Local Authorities and the Combined Authority.

51. The membership of the Tees Valley Business Board shall comprise of a maximum of 20 representatives of the local business community, aligned, where possible, to the economic priorities outlined in Combined Authority strategic documents. Membership will include: one representative acting on behalf of Business Representative Organisations active in Tees Valley; Teesside University; Further Education Colleges. Public Sector Members of Cabinet shall not be members of the Tees Valley Local Enterprise Partnership

52. The Tees Valley Business BoardP does not have a formal decision -making role.

Recommendations from the Tees Valley Business Board will be taken to Cabinet for approval.

53. The term of office for all members of the Tees Valley Business Board shall be two years extendable by one further term of two years, unless otherwise agreed by the Cabinet.
54. The Tees Valley Business Board shall appoint one member as its Chair and no more than two members as Deputy Chairs, following a formal process set out in its Terms of Reference. There will be broad consultation with the private sector when appointing a Chair. The term of membership for the Chair and Deputy Chair shall be two years extendable by one further term of two years, unless otherwise agreed by Cabinet and subject to alignment with the individual's term of membership of the Tees Valley Business Board.

Members of the Tees Valley Business Board will be represented on relevant Advisory Groups within the wider Combined Authority Governance Structure.

Overview and Scrutiny Committee

55. The Combined Authority has established an Overview and Scrutiny Committee, in line with the statutory requirements set out in the Combined Authorities (Overview and Scrutiny, Access to Information and Audit Committees) Order 2017.
56. The membership of the Committee shall comprise fifteen members, three nominated from each of the Constituent Authorities. Constituent Authorities shall also nominate three substitute members. Members of the Committee taken as a whole shall reflect so far as reasonably practicable the balance of political parties for the time being prevailing among members of the Constituent Authorities collectively. Arrangements for determining political balance are set out in Appendix III.
57. A change in political balance of any of the Constituent Authorities shall require a review of the membership of the Committee in order to determine whether any amendment to its membership is required to re-establish political balance. In the

event that this review requires a change of membership, this shall be communicated to the Constituent Authorities as necessary, to make any necessary changes to their appointments at the earliest practical opportunity.

58. The Members of the Overview and Scrutiny Committee must be Members of the Constituent Authorities and shall not include any Members who are also Members or Substitute Members of the Combined Authority's Cabinet or its Sub- Committees nor any officer of the Combined Authority or of any of the Constituent Authorities.
59. The term of office for Members of the Overview and Scrutiny Committee shall be one year from the date of the annual council meeting of the Constituent Authority that appoints them to the Overview and Scrutiny Committee unless:-
- They cease to be an elected member of the Constituent Authority that appointed them;
 - They wish no longer to participate in the scrutiny arrangements and communicate this in writing to the Proper Officer of their Constituent Authority; or
 - The Combined Authority is advised by any of the Constituent Authorities that it wishes to change one or more of its appointees to the Overview and Scrutiny Committee in accordance with paragraphs 63-65.
60. Within a period of 28 days beginning with the day on which an appointment is made to the Overview and Scrutiny Committee, a notice will be published on the Combined Authority's website:
- i. Stating that the Authority has made an appointment;
 - ii. Identifying each Member of the Committee who has been appointed; and
 - iii. Specifying the period for which the members of the Committee have been appointed.
61. The Chair and Vice-Chair of the Overview and Scrutiny Committee shall be appointed by the Cabinet from amongst the members of the Committee, following a

proposal put to them by the Overview and Scrutiny Committee; except that the Chair and Vice Chair shall not be a member of a registered political party of which the Mayor is also a member. Where the Mayor is not a member of a registered political party, the Chair and Vice Chair of the Committee shall not be a member of a political party represented by a majority of Members of the Combined Authority. Where two or more such parties have the same number of representatives the Chair and Vice Chair should not be a member of any of those parties.

62. The Committee can submit reports or recommendations to the Combined Authority Cabinet. Where it does so, Cabinet must respond to the Committee's reports or recommendations within two months beginning with the date on which the Cabinet received those reports or recommendations.
63. The Committee may establish temporary working groups to consider specific issues in more depth and to report back to the Committee.
64. The Committee may review or scrutinise decisions made, or other action taken in connection with the discharge of the Combined Authority's or the Mayor's functions, and where a decision has not been implemented the Committee may direct, while it is under review or scrutiny, that it is not to be implemented for up to 14 days, and may also recommend that the decision be reconsidered. Procedures for the application of the "call-in" power are set out in the rules of procedure at Appendix II.
65. Members or Officers of the Combined Authority must comply with any reasonable request from the Committee to attend before it to answer questions, or to submit information. The Committee can invite other persons to attend its meetings to provide evidence and contribute to its deliberations.
66. The quorum for meetings of the Committee shall be ten members, representing no fewer than four Constituent Authorities.
67. Each member of the Committee has one vote and no member has a casting vote.

Any questions that need to be decided by a vote shall be decided by a simple majority of the members present and voting on those matters. Where the vote is tied, the particular matter or decision will be deemed not to have been carried.

68. The Committee shall be established and shall conduct its proceedings in accordance with the Overview and Scrutiny Committee rules of procedure which are set out at Part 3 of the Constitution.

Tees Valley Transport Committee

69. The Combined Authority has established a Transport Committee. The purpose of the Transport Committee is to review the transport strategy and policies of the Combined Authority; to review transport services operating within the Tees Valley; to oversee the Combined Authority's representation on external bodies with transport responsibilities, including Transport for the North and Rail North; and to receive delegations and make recommendations on transport matters to the Cabinet.
70. The Transport Committee shall be chaired by the Cabinet member with portfolio responsibilities for the Combined Authority's transport functions.
71. The membership of the Committee shall comprise the executive members with portfolio responsibility for transport within each Constituent Authority. The Cabinet shall appoint the Vice-Chair of the Transport Committee from amongst the members of the Transport Committee. The Vice-Chair shall assume the responsibilities of Chair in the absence of the Chair.
72. The Tees Valley Business Board shall nominate one of its private sector members to attend Transport Committee meetings on a non-voting basis, with the right to fully participate in its deliberations. The Constituent Authorities and the Local Enterprise Partnership shall each nominate another of their members as a Substitute Member, with the authority to act as their representative.
73. The Cabinet may delegate any transport-related function to the Transport Committee.

The Transport Committee may, through its Chair, make proposals to the Cabinet for decision.

74. The Transport Committee shall meet no less than twice a year. The quorum for the Committee is three. Voting shall be on the basis of one member one vote. Any decisions which are tied shall be deemed not to have been carried.
75. The Transport Committee shall conduct its proceedings in accordance with the Transport Rules of Procedure set out at Part 3 of this Constitution.

Audit and Governance Committee

76. The Combined Authority has established an Audit and Governance Committee, for the purposes of assuring sound governance, effective internal control and financial management of the Combined Authority, and that the Combined Authority observes high standards of conduct in public office. The Committee meets the requirements of the Combined Authorities (Overview and Scrutiny, Access to Information and Audit Committees) Order 2017.
77. Each Constituent Authority shall nominate a Member and Substitute Member from amongst the Members of that authority with current or recent experience of having served on its Audit or Governance committees, and who is not also a Member or Substitute Member of the Combined Authority Cabinet or its Sub- Committees. The Members nominated by the Constituent Authorities shall reflect, so far as reasonably practicable, the balance of political parties for the time being prevailing among members of the Constituent Authorities collectively. Arrangements for determining political balance are set out in Appendix III. The Substitute members shall have the authority to act in the place of that Constituent Authority's representative.
78. The membership of the Committee shall also include up to five independent persons for the purposes of providing advice in relation to standards matters under the Localism Act 2011 and assisting the Committee in the discharge of its financial functions. A person is independent if the person:

- i. Is not a member, co-opted member or officer of the authority;
 - ii. Is not a member, co-opted member or officer of a parish council for which the authority is the principal authority;
 - iii. Is not a relative, or close friend of a person referred to in sub paragraph (i) or (ii) above;
 - iv. Was not at any time during the 5 years ending with an appointment under paragraph 86 a person as described in sub paragraph (i) or (ii) above.
79. Members of the Committee must not include any Officer of the Combined Authority or of the Constituent Authorities.
80. The Chair and Vice-Chair of the Committee shall be determined annually by the Cabinet from amongst the Members nominated by the Constituent Authorities, following a proposal put to them by the Audit and Governance Committee.
81. The Committee shall hold at least three meetings each year. The quorum for meetings of the Committee shall be five of the total number ten members of the Committee.
82. Decisions shall be taken by way of consensus wherever possible. If a vote is required, voting shall be on the basis of one member one vote. Any decisions which are tied shall be deemed to have been not carried.
83. The Committee shall conduct its proceedings in accordance with the Audit & Governance Rules of Procedure set out at Part 3 of this Constitution.

Mayoral Development Corporations

84. Under the Tees Valley (Functions) Order 2017, the Mayor can propose the creation of Mayoral Development Corporations. A Mayoral Development Corporation is a body corporate having the name given to it in the notification to the Secretary of State.

85. On receipt of a proposal from the Mayor to create a Mayoral Development Corporation, Cabinet can agree the proposal by majority vote, provided that such a majority includes the Cabinet member of any Constituent Authority in whose council area any land proposed to form part of the Mayoral Development Corporation lies. Any financial implications for the Combined Authority arising from a Mayoral Development Corporation shall require Cabinet agreement through the arrangements for financial decision-making set out in this Constitution.
86. A proposal to create a Mayoral Development Corporation, or to designate an area of land as part of a Mayoral Development Corporation area, must be the subject of prior consultation with certain statutory consultees: the Combined Authority; each Constituent Authority whose administrative area contains any part of the proposed Mayoral Development Corporation area; each MP whose constituency contains any part of the area to be designated; a national park authority, if any part of the area to be designated falls within the national park; and any other person whom the Mayor considers it appropriate to consult.
87. Regard must be given to any comments from any of the consultees. If there are any comments from any of the statutory consultees that are not accepted, a statement must be published giving the reasons for the non-acceptance.
88. Subject to the statutory requirements, and prior to an Order establishing a Mayoral Development Corporation being made, the Cabinet may decide that a Mayoral Development Corporation is to assume certain planning powers for the whole or any portion of the Mayoral Development Corporation's area, provided that such a majority includes any Cabinet member of a Constituent Authority in whose council area any land proposed to form part of the Mayoral Development Corporation's area lies.
89. The Mayor shall make proposals to the Cabinet to appoint the Chair and Members of the Mayoral Development Corporation (being no less than six), which shall include at least one member appointed by each Constituent Council whose administrative area

includes any part of the Mayoral Development Corporation area.

90. Amendments to the Constitution of the Mayoral Development Corporation shall be approved by the Cabinet.
91. Referral Decisions by the Development Corporation (defined as any decision or issue at the Development Corporation which may result in a significant risk of a financial, statutory, environmental or criminal liability to the Combined Authority or to any or all of its Constituent Authorities) shall require approval by the Cabinet prior to the implementation of any such decision by the Development Corporation.

South Tees Development Corporation

92. In exercise of the powers described above the Mayor designated the area South of the River Tees, formally owned by SSI and TATA Steel as a Mayoral Development Area, which was designated under the South Tees Development Corporation (Establishment) Order 2017.⁸ The Order established the South Tees Development Corporation.
93. Cabinet must approve the adoption, approval, amendment, withdrawal or revocation of the Constitution of the South Tees Development Corporation before the Constitution, or any amendment to it is effective.
94. The Board of South Tees Development Corporation is responsible for identifying any decision or issue which results or may result in a significant risk of a financial liability, a statutory liability or an environmental or criminal liability - a referral decision (see para 100 above).

⁸ SI 2017 No 718.

Middlesbrough Development Corporation

95. In exercise of the powers described above the Mayor designated an area within Middlesbrough town centre as a Mayoral Development Area, which was designated under the Middlesbrough Development Corporation (Establishment) Order 2023.⁹ The Order established the Middlesbrough Development Corporation.
96. The Board of Middlesbrough Development is responsible for identifying any decision or issue which results or may result in a significant risk of a financial liability, a statutory liability or an environmental or criminal liability - a referral decision (as detailed in this Constitution)

Hartlepool Development Corporation

97. In exercise of the powers described above the Mayor designated an area within Middlesbrough town centre as a Mayoral Development Area, which was designated under the Hartlepool Development Corporation (Establishment) Order 2023.¹⁰ The Order established the Middlesbrough Development Corporation.
98. The Board of Hartlepool Development Corporation is responsible for identifying any decision or issue which results or may result in a significant risk of a financial liability, a statutory liability or an environmental or criminal liability - a referral decision (as detailed in this Constitution)

Teesside Freeport

99. In March 2021, as part of the Spring Budget, Government announced that Tees Valley would be the location of one of the first, and the UK's largest, Freeport. The

⁹ S.I. 2023/1032

¹⁰ S.I. 2023/104

Teesside Freeport will cover 4,500 acres across various locations across the Tees Valley.

100. The Combined Authority has established a Freeport Board for the purposes of making recommendations to Cabinet on Freeport strategy and policies, to review Freeport services, ensure compliance with Freeport legislation and to co-ordinate the interests of landowners and other key stakeholders.
101. The Freeport Board will be chaired by the Mayor or such other person as the Mayor may nominate. Including the Chair there will be no more than 12 members of the Freeport Board. The other members of the Freeport Board shall be appointed by Cabinet at the AGM, on the recommendation of the Mayor.
102. In making recommendations for appointments to the Freeport Board, the Mayor shall have regard to the desirability of appointing people who have experience of, and have shown capacity in, some matter relevant to the functions of the Freeport including:
 - i. Local Authority interests in the Tees Valley;
 - ii. National political interest in the Tees Valley;
 - iii. The interests of relevant landowners (including STDC);
 - iv. Innovation and Business representation (drawn from the Tees Valley Business Board);
 - v. The interests of operators of Customs Zones and tax sites;
 - vi. Representatives of Ports in the Tees Valley;
 - vii. Such other people as the Mayor considers appropriate.
103. All members of the Freeport Board have an equal right to speak and vote.

104. The Quorum for the Freeport Board meetings is 7 members.

105. In addition, the following shall have the right to attend and speak at the Freeport Board meetings but will have no vote:

- i. a representative of the government department with lead responsibility for Freeports;
- ii. a representative of any other landowner of land inside the Outer Boundary of the Freeport;
- iii. a representative of occupiers and/or trade relationships inside the Outer Boundary of the Freeport.

106. Meetings of the Freeport Board will be attended by members of TVCA staff who are required to support the work of the Board including:

- i. The TVCA Group Chief Executive;
- ii. The TVCA Group Director of Finance and Resources;
- iii. The TVCA Monitoring Officer;
- iv. The TVCA Director of Business and Skills;
- v. The TVCA Freeport Director.

107. The Freeport Board may create such committees, sub-committees or working groups as it deems appropriate to support its work.

108. The Freeport Board and any committees and sub committees will operate in accordance with the rules of procedure set out in **Part 3** of this Constitution.

Plans and Strategies and other Key documents reserved for approval by Cabinet

109. For the purpose of paragraph 24(v) or otherwise Cabinet has adopted the following documents as Plans and Strategies and other Key documents of the Combined

Authority, each of which are published on the Authority's website:

- i. The Tees Valley Strategic Economic Plan;
- ii. The Tees Valley Assurance framework 2019-29;
- iii. The TVCA Group Whistleblowing Policy.

Officers

110. The Cabinet shall appoint, and may dismiss, as Senior Officers of the Combined Authority:

- A Group Chief Executive, fulfilling the responsibilities of the Head of Paid Service, with overall responsibility for the Combined Authority's operations and staff.
- A Monitoring Officer, for the purpose of, amongst other things, providing advice on the Combined Authority's powers and duties, and guidance in relation to standards of conduct.
- A Group Director of Finance and Resources to fulfil the statutory requirements for financial management, including section 73 of Local Government Act 1985.
- Deputies for any of the Group Chief Executive, Monitoring Officer, Group Director of Finance and Resources to exercise their duties during their absence, due to illness, leave or for any other reason.
- Other Directors as necessary, reporting to the Group Chief Executive.

111. The Cabinet shall also appoint one of the Combined Authority's Officers to be a Scrutiny Officer, to promote the role of, and provide support to, the Overview and Scrutiny Committee, and support and guidance to the members of the Combined Authority in relation to the functions of the Committee.

112. The responsibilities of, and delegations to, the Group Chief Executive, the Monitoring Officer and the Group Director of Finance and Resources are as set out in Part 4 of this Constitution.
113. The Chief Executives of the Constituent Authorities shall appoint officers from their authorities as appropriate to assist the Cabinet, Group Chief Executive, Group Director of Finance and Resources and the Monitoring Officer in the exercise of their functions.

Part 2 - RULES OF PROCEDURE

1. Interpretation

- 1.1 The Tees Valley Combined Authority is referred to as the “**Combined Authority**” in these procedure rules.
- 1.2 These Rules apply to meetings of the Combined Authority Cabinet (“**Cabinet**”), and where appropriate, to meetings of Committees and Sub-Committees of the Combined Authority, including the Transport Committee, the Audit and Governance Committee and the Overview and Scrutiny Committee.
- 1.3 References in these procedure rules to the “Chair” mean the Member for the time being presiding at the meeting of the Cabinet, and at a meeting of a Committee or Sub-Committee.
- 1.4 These procedure rules shall be read in conjunction with other parts of the Constitution.
- 1.5 These procedure rules are subject to any statute or other enactment whether passed before or after these procedure rules came into effect.

2. Annual Meeting of the Combined Authority Cabinet

- 2.1 The Annual Meeting will:
 - (a) confirm the Mayor as the person who is to preside at meetings;
 - (b) approve the Members (and substitute Members) of the Combined Authority; agree the portfolio responsibilities of each of the Leaders and any functions delegated to them;
 - (c) elect the Deputy Mayor;
 - (d) approve the minutes of the last meeting;
 - (e) receive any declarations of interest from Members;
 - (f) receive any announcements from the Mayor and/or the Group Chief Executive;
 - (g) consider any recommendations from the Audit and Governance Committee;

- (h) appoint the Overview and Scrutiny Committee;
- (i) appoint the Audit and Governance Committee;
- (j) appoint the Transport Committee;
- (k) appoint the Freeport Board, upon the recommendation of the Mayor in accordance with Part 1 paragraph 106;
- (l) appoint the Board of the South Tees Development Corporation, upon the recommendation of the Mayor in accordance with Part 1 paragraph 89;
- (m) appoint such other Committees as the Combined Authority considers appropriate;
- (n) appoint the membership of the Committees referred to in the preceding sub-paragraphs after:
 - (i) deciding the number of members to be appointed to each Committee, and their term of office;
 - (ii) allocating seats to political groups in accordance with political balance requirements; and
 - (iii) considering any nominations received from the Constituent Authorities and from the Tees Valley Business Board.
- (o) appoint the Chair and Vice-Chair of the Overview and Scrutiny Committee from amongst the members of the Committee, after considering any proposal put to them by the Committee; except that the chair shall not be a member of a registered political party of which the Mayor is also a member. When the Mayor is not a member of a registered political party the Chair of the Committee shall not be a member of the registered political party which has the most representatives among the members of the Constituent Authorities on the Combined Authority, or where two or more parties have the same number of representatives, a member of any of those parties;
- (p) appoint the Chair and Vice-Chair of the Audit and Governance committee, after considering any proposal put to them by the Committee, the Chair and Vice-Chair of the Transport Committee and of any other Committees established by the Combined Authority.
- (q) appoint the Vice-Chairs of the Committees referred to in the preceding

sub-paragraphs;

- (r) appoint to outside bodies;
- (s) agree the officer scheme of delegation;
- (t) consider amendments to the Combined Authority's procedure rules, as appropriate;
- (u) approve the Combined Authority's allowances scheme;
- (v) decide the date and time for the ordinary meetings of the Combined Authority Cabinet;
- (w) consider any other business set out in the notice convening the meeting.

3. Ordinary Meetings of the Combined Authority Cabinet

3.1 At an ordinary meeting of the Combined Authority, Cabinet will:

- (a) approve the minutes of the last meeting;
- (b) receive any declarations of interest from Members;
- (c) receive any announcements from the Mayor and/or the Group Chief Executive;
- (d) deal with any business from the last ordinary meeting;
- (e) consider any reports and recommendations from the Overview and Scrutiny Committee;
- (f) receive reports and approved minutes from any Committee of the Combined Authority;
- (g) consider any other business specified in the summons to the meeting.

4. Extraordinary Meetings of the Combined Authority Cabinet

4.1 At an extraordinary meeting of the Combined Authority, Cabinet will consider the business specified in the summons to the meeting.

5. Admission of the Public

5.1 All meetings of the Cabinet and its Sub-Committees shall be open to the

public, except to the extent that they are excluded whether during the whole or part of the proceedings either:

- (a) In accordance with Section 100A(2) of the 1972 Act; or
- (b) By resolution passed to exclude the public on the grounds that it is likely, in view of the nature of the business, that if the public were present there would be disclosure to them of exempt information as defined in Section 101 of the 1972 Act. Any such resolution shall identify the business or part of the business to which it applies and state the description, in terms of Schedule 12A to the 1972 Act of the exempt information giving rise to the exclusion of the public.

6. Notice of Meetings

- 6.1 At least five clear days before a meeting of the Cabinet and its Sub-Committees, notice of time and place of the intended meeting shall be published at the offices of the Combined Authority.
- 6.2 A summons to attend the meeting, specifying an agenda for the meeting shall be left at, or sent by, electronic mail or post to all Combined Authority Members at their usual place of residence, or to such other place as may be requested by a Member.
- 6.3 Lack of service of the summons on a Member shall not affect the validity of a meeting.

7. Chair of Meeting

- 7.1 At a meeting, the chair shall preside. If the Chair is absent, the Vice- Chair shall preside. If both the Chair and the Vice-Chair are absent, the Members present shall choose which Member is to preside at the meeting.
- 7.2 Any power or duty of the Chair in relation to the conduct of the meeting, may be exercised by the person presiding at the meeting.
- 7.3 The ruling of the Chair on the interpretation of these procedure rules in relation to all questions of order and matters arising in debate, shall be final.

8. Items of Business

- 8.1 Items of business will be agreed in advance of the meeting by the Chair.
- 8.2 No item of business may be considered at any meeting except:
 - (a) the business set out in the agenda

- (b) business required by law to be transacted at the annual meeting; or
- (c) business brought before the meeting by reason of special circumstances, which shall be specified in the minutes, and where the Chair of the meeting is of the opinion that the item should be considered at the meeting as a matter of urgency.

9. Order of Business

- 9.1 Items of business shall be dealt with in the order specified in the notice of meeting, except that such order may be varied at the discretion of the Chair, or on a request agreed to by the meeting.

10. Order of Debate

- 10.1 The Chair will introduce each item and may invite an Officer to present it.
- 10.2 Each Member, including the Chair of the Tees Valley Business Board and Substitute Member and Associate Members of the Combined Authority, shall be given an opportunity to speak on the matter and on any recommendations contained in the report.
- 10.3 The order in which anyone will be invited to speak will be decided by the Chair.
- 10.4 Members may speak more than once on the same item, with the agreement of the Chair.
- 10.5 Any Elected Member, when speaking, may move that:
 - (a) an amendment be made to the recommendation(s); or
 - (b) that an item be withdrawn.
- 10.6 Any such motion, if seconded, shall either be agreed by consensus amongst those Elected Members present, or be voted upon.
- 10.7 Subject to the outcome of any such motion, once each Member who wishes to speak has done so, the Chair shall move the item, which if seconded, shall again either be agreed by consensus or shall be voted upon.

11. Duration

- 11.1 At any meeting the Chair shall have discretion to adjourn the meeting for a short period of time unless the majority of Members present, by vote, determine it shall stand adjourned to another day, the date and time of which

shall be determined by the Chair.

12. Minutes

- 12.1 The Chair will sign the minutes of the proceedings at the next suitable meeting. The Chair will move that the minutes of the previous meeting be signed as a correct record. Discussion of the minutes should be restricted to their accuracy.

13. Code of Conduct and Protocols

- 13.1 Members, Substitute Members and Associate Members shall comply with the provisions of the Combined Authority's Code of Conduct for Members (**Appendix I**) and of any other Codes or Protocols, approved by the Combined Authority Cabinet, including those relating to registering and disclosing pecuniary and other interests.

14. Access to Information

- 14.1 In accordance with the Local Government Act 1972 as amended:
- (a) All meetings of the Combined Authority Cabinet, its joint-committees, committees and sub-committees shall be open to the public unless it is likely in view of the nature of the business to be transacted that either confidential information (as defined in section 100A(3) of the 1972 Act) or information falling within one of the categories of exempt information in Schedule 12A (as amended) of the 1972 Act would be disclosed.
 - (b) Copies of the agenda, and reports open to the public will be available for public inspection at least five clear days before a meeting or where the meeting is convened at shorter notice from the time the meeting is convened. If an item is added to the agenda later, the revised agenda and any additional report will be open to inspection from the time it was added to the agenda. Copies of any agenda or reports need not, however, be open to inspection by the public until copies are available to members of the Combined Authority. In addition, an item of business may be considered urgently, where by reason of special circumstances, which shall be specified in the minutes, the Chair is of the opinion that the item should be considered at the meeting, as a matter of urgency.
 - (c) The Combined Authority will make available for public inspection for six years after a meeting the minutes of the meeting (but excluding any part of the minutes when the meeting was not open to the public or which disclose confidential or exempt information), a summary of any

proceedings not open to the public where the minutes open to inspection would not otherwise provide a reasonably fair and coherent record, and the agenda for the meeting and reports relating to items when the meeting was open to the public.

- (d) The author of any report will set out in it a list of those documents (called background papers) relating to the report which in his/her opinion disclose any facts or matters on which the report is based and which have been relied on to a material extent in preparing the report (except for documents which are published works or which disclose confidential or exempt information). Such background papers will remain available for public inspection for four years from the date of the meeting.
- (e) Where information is withheld under these provisions the fact must be made known to the member of the public concerned who shall be advised of the categories of information being withheld and the way in which the withholding of the information can be challenged.

15. Exclusion of Access by the Public to Meetings

Confidential information – requirement to exclude public

- 15.1 The Public must be excluded from meetings whenever it is likely in view of the nature of the business to be transacted or the nature of the proceedings that confidential information would be disclosed.
- 15.2 Confidential information means information given to the Combined Authority, its Committees and Sub-Committees by a Government department on terms that forbid its public disclosure or information that cannot be publicly disclosed by reason of a Court Order or any enactment.

Exempt information – discretion to exclude public

- 15.3 The public may be excluded from meetings wherever it is likely in view of the nature of the business to be transacted or the nature of the proceedings that exempt information would be disclosed.
- 15.4 Exempt information means information falling within the following categories (subject to any qualifications):
 - (a) information relating to any individual;
 - (b) information which is likely to reveal the identity of any individual;

- (c) information relating to the financial or business affairs of any particular person (including the authority holding that information);
- (d) information relating to any consultations or negotiations, or contemplated consultations or negotiations in connection with any labour relations matter arising between the Combined Authority, its Committees and Sub-Committees or a Minister of the Crown and employees of, or office holders under, the Combined Authority, its Committees and Sub-Committees;
- (e) information in respect of which a claim to legal professional privilege could be maintained in legal proceedings;
- (f) information which reveals that the Combined Authority, its Committees and Sub-Committees proposes (a) to give under any enactment a notice under or by virtue of which requirements are imposed on a person; or (b) to make an order or direction under any enactment;
- (g) information relating to any action taken or to be taken in connection with the prevention, investigation or prosecution of crime.

Exclusion of Access by the public to reports

- 15.5 If the Proper Officer considers it appropriate, the Combined Authority, its Committees and Sub-Committees may exclude access by the public to reports which in the Proper Officer's opinion relate to items during which the meeting is likely not to be open to the public. Such reports will be marked "Not for Publication" together with the category of information likely to be disclosed.

16. Reporting of Proceedings

- 16.1 Without prejudice to the Chair's powers in procedure rule 5.3, and subject to procedure rules 17.1 and 17.2, while any meeting of the Combined Authority is open to the public any person attending the meeting may report on the meeting, and publish or disseminate any recording at the time of the meeting or after the meeting.
- 16.2 The Chair may decide not to permit oral reporting or oral commentary of the meeting as it takes place, if the person reporting or providing the commentary is present at the meeting.
- 16.3 Where the public are excluded from a meeting in order to prevent the likely disclosure of confidential or exempt information, the chair may also prevent any person from reporting on that meeting employing methods which can be used without that person's presence at the meeting, and which enable

persons not at the meeting to see or hear the proceedings at the meeting, as it takes place or later.

17. General Disturbance

- 17.1 No member of the public may interrupt or take part in proceedings of any meeting.
- 17.2 If a general disturbance makes orderly business impossible, or impracticable, or should not otherwise continue in the interests of the good order of the meeting, the Chair may:
 - (a) adjourn the meeting for as long as the Chair considers necessary; and/or
 - (b) call for any part of the meeting room open to the public, to be cleared, if the disturbance is in that part.
- 17.3 If a member of the public interrupts proceedings, the Chair shall warn the person concerned. If they continue to interrupt, the Chair may order them to be removed from the meeting room.
- 17.4 If the Chair considers at any meeting that a Member is behaving improperly or offensively, or is deliberately obstructing business, the Chair may move that the Member should not be heard further. If seconded, the motion shall be voted upon without discussion.
- 17.5 If the Member continues to behave in the same way, the Chair may:
 - (a) adjourn the meeting for a specified period; and/or
 - (b) move that the Member leaves the meeting (if seconded such a motion will be voted on without discussion).

18. The Forward Plan

Period of Forward Plan

- 18.1 Forward Plans for the Combined Authority will be prepared to cover a period of four months. The Plans will be updated on a monthly basis.

Contents of the Plan

- 18.2 The Forward Plan will contain details of key decisions which relate to the discharge of Combined Authority functions and which are proposed to be

taken during the period covered by the Forward Plan. The details relating to these key decisions, insofar as they are available or might reasonably be obtained, will be as follows:

- (a) the matter in respect of which a key decision is to be taken;
- (b) the decision maker's name and title, if any;
- (c) the date on which, or the period within which the decision is to be made;
- (d) a list of documents submitted to the decision maker for consideration in relation to the matter, in respect of which the decision is to be taken;
- (e) the address from which, subject to any prohibition or restriction on their disclosure, copies of or extracts from any document listed, is available;
- (f) that other documents relevant to the matter may be submitted to the decision maker; and
- (g) the procedure for requesting details of those documents (if any) as they become available.

18.3 For the purposes of the Forward Plan, a "key decision" means a decision of a decision maker, which in the view of the Combined Authority's Overview and Scrutiny Committee, is likely to:

- (a) result in the Combined Authority or the Mayor incurring significant expenditure, or making significant savings, having regard to the Combined Authority's budget for the service or function to which the decision relates; or to be
- (b) significant in terms of its effects on persons living or working in an area comprising two or more electoral wards or divisions in the Combined Authority's area.

Publication of the Forward Plan

18.4 The Forward Plan will be published at least 28 days before the start of the period covered in the Plan.

18.5 It will be published on the Combined Authority's website and made available for inspection by the public at the Combined Authority's offices. Exempt information need not be included in the Forward Plan and confidential

information cannot be included.

General Exception Procedure

18.6 Where it has not been practicable to provide at least 28 clear days' notice of a proposed key decision, that decision can only be taken:

- (a) where the Proper Officer has informed the Chair of the Overview and Scrutiny Committee, or if there is no such person, each Member of the Committee, by written notice, of the matter about which the decision is to be made;
- (b) where the Proper Officer has made a copy of the written notice available to the public at the Combined Authority's offices, for the public's inspection, and published it on the Combined Authority's website; and
- (c) after 5 clear days have elapsed following the day on which the Proper Officer made a copy of the written notice available.

18.7 As soon as reasonably practicable after the Proper Officer has complied with these requirements, the Proper Officer must also:

- (a) make available to the public at the Combined Authority's offices, a notice setting out the reasons why compliance with the requirements to publish details of the proposed key decision was impracticable; and
- (b) publish that notice on the Combined Authority's website.

Cases of Special Urgency

18.8 Where the date by which a key decision must be made makes compliance with the General Exception Procedure impracticable, the decision may only be taken where the decision maker has obtained agreement that the making of the decision is urgent and cannot reasonably be deferred from:

- (a) the Chair of the Overview and Scrutiny Committee; or
- (b) if there is no such person, or if the Chair of the Committee is unable to act, the Chair of the Combined Authority; or
- (c) where there is no Chair of the Overview and Scrutiny Committee or of the Combined Authority, the Vice-Chair of the Combined Authority.

18.9 As soon as reasonably practicable after agreement has been obtained that

the making of the decision is urgent and cannot reasonably be deferred, the decision maker must:

- (a) make a notice available to the public at the Combined Authority's offices, setting out the reasons why the meeting is urgent and cannot reasonably be deferred; and
- (b) publish the notice on the Combined Authority's website.

19. Urgent Decisions

- 19.1 Without limitation to the above, where a decision needs to be taken urgently and it is not practical to convene a quorate meeting of the Cabinet or relevant committee or subcommittee of the Combined Authority, the Group Chief Executive, in consultation with the Chair (or in their absence the Vice Chair) of the Cabinet or relevant committee or subcommittee, the Group Director of Finance and Resources and the Monitoring Officer, has the authority to take an urgent decision.
- 19.2 The Monitoring Officer will maintain a record of all 'urgent' decisions and submit a report on these decisions at least annually to the Cabinet. The report will include a summary of the subject matter of the decisions taken.

20. Confirmatory or minor decisions in writing

- 20.1 Where a decision of a minor or confirmatory nature (for example to confirm of the decisions of an unexpectedly inquorate meeting) the chair of Cabinet or relevant committee or subcommittee of the Combined Authority may request that confirmation of such a decision be made in writing. A written confirmation of the decision by each member of Cabinet, the committee or subcommittee shall be treated as a decision of that body when it is signed by the Chair of the body, who shall have authority to confirm that decision.
- 20.2 The Monitoring Officer will maintain a record of all written records of decisions and report them to the next meeting of the relevant body and submit a report on these decisions at least annually to the Cabinet. The report will include a summary of the subject matter of the decisions taken by this method.

21. Officers' Interests

- 21.1 If it comes to an Officer's knowledge that a contract in which the Officer has a pecuniary interest, whether direct or indirect, has been, or is proposed to be entered into by the Combined Authority, the Officer shall as soon as reasonably practicable give notice in writing to the Monitoring Officer of the fact that he/she has such an interest.

- 21.2 An Officer shall be treated as having an indirect pecuniary interest in a contract if he/she would have been so treated by virtue of Section 95 of the Local Government Act 1972 had he/she been a member of the Combined Authority, i.e. the other party to the contract is a company or other person or body (other than a public body) of which the Officer or his/her spouse/partner is a member or employee or partner.
- 21.3 The Monitoring Officer will keep a record of any such notices/interests and the record shall be open for inspection by any Member of the Combined Authority at its offices.

22. Suspension of Procedure Rules

- 22.1 Subject to 22.2 below, any of these procedure rules (except those prescribed by statute) may be suspended at a meeting of the Cabinet with the consent of a majority of the voting Cabinet Members who are present. A Member moving the suspension of a procedure rule shall state without comment the purpose for which the motion is made, and, if seconded, the question shall be put at once.
- 22.2 Suspension of any of these procedure rules can only be for the duration of the meeting and must only be moved in exceptional circumstances where the Chair is satisfied that the reasons for the exceptional circumstances can be sufficiently justified. The reasons for the exceptional circumstances must be given by the mover of the motion and the Chair's reasons for considering the exceptional circumstances will be recorded in the minutes of the meeting.

23. Local Transport Plans

- 23.1 The functions relating to local transport plans under sections 108, 109 and 112 of the Transport Act 2000 (the "**2000 Act**") may only be exercised if there has been laid before the Combined Authority, in accordance with these procedure rules:

- (a) a draft of the local transport plan;
- (b) a draft of the local transport plan, with any alterations, or
- (c) a replacement of the local transport plan,

together with a statement indicating that it is proposed to exercise the functions under the 2000 Act, and specifying the consideration period for the relevant document during which the Combined Authority must consider and may respond to the proposal.

- 23.2 The consideration period for the document is 21 days beginning with the day the document is laid before the Combined Authority in accordance with these procedure rules.
- 23.3 The Combined Authority rejects a proposal if it resolves to do so on a motion considered at a meeting of the Combined Authority Cabinet, and agreed to by at least three of the Members of the Combined Authority appointed by the Constituent Councils or Substitute Members acting in place of these Members, present and voting.

24. Mayoral Development Areas

- 24.1 Any proposal (the “**proposal**”) to designate an area of land as a mayoral development area shall be reported to a meeting of Cabinet.
- 24.2 If it is considered that the proposal is expedient for furthering any one or more of its principal purposes, and the proposal is supported by the Cabinet Members, or Substitute Cabinet Members, whose Council areas contain any part of the area to be designated a mayoral development area, Cabinet may approve the proposal, in principle, for the purposes of further consultation.
- 24.3 The following persons (the “**consultees**”) will be consulted regarding the proposal:
- (a) the Combined Authority;
 - (b) each Member of Parliament whose parliamentary constituency contains any part of the proposed mayoral development area;
 - (c) each Constituent Authority whose administrative area contains any part of the proposed mayoral development area;
 - (d) a national park authority, if any part of the area to be designated falls within the national park;
 - (e) The Combined Authority’s Overview and Scrutiny Committee; and
 - (f) any other person who it is considered appropriate to consult.
- 24.4 When consulting the Overview and Scrutiny Committee, a document will be laid before the Committee stating that it is proposed to designate the area as a mayoral development area, and specifying the period (the “**consideration period**”) during which the Committee must consider and may respond to the proposal.
- 24.5 The consideration period will be a period not less than 21 days beginning with

the day the document is laid before the Overview and Scrutiny Committee.

- 24.6 The proposal shall then be considered at a meeting of Cabinet to be held following the expiry of the consideration period, and at that meeting Members will have regard to any comments made by any of the consultees.
- 24.7 If any of the statutory consultees' comments are ones that are not accepted, a statement will be published giving the reasons for the non- acceptance.
- 24.8 Subject to these requirements, and with Cabinet's agreement, including the agreement of the Cabinet Members whose council areas contain any part of the area to be designated a mayoral development area, the proposal may be approved, and the area of land concerned may be designated a mayoral development area.
- 24.9 Where an area has been designated a mayoral development area, the designation shall be publicised, and the Secretary of State shall be notified of the designation, and of the name to be given to the mayoral development corporation for the area concerned.

25. Sealing of Documents

- 25.1 A decision of the Cabinet or the Mayor (or of a joint committee, committee, subcommittee, person or persons to whom the Cabinet has delegated its powers and duties) shall be sufficient authority for the signing or sealing of any document necessary to give effect to the decision. The Common Seal will be affixed to those documents which in the opinion of the Monitoring Officer should be sealed.
- 25.2 The Common Seal of the Authority shall be kept in a safe place in the custody of the Monitoring Officer and the affixing of the Common Seal shall be attested by the Monitoring Officer or other person nominated by him/her, unless any enactment otherwise authorises or requires, or the Authority has given requisite authority to some other person.

26. Authentication of documents

- 26.1 Where any document is necessary for any legal procedure or proceedings on behalf of the Authority it will be signed by the Monitoring Officer or other person nominated by him or her, unless any enactment otherwise authorises or requires, or the Authority has given requisite authority to some other person.

27. Committees

- 27.1 The Cabinet shall at its Annual Meeting each year appoint:

- (a) such committees as are required to be appointed by or under any statute, and may at any time appoint such other joint committees, committees or sub-committees as are necessary to carry out the work of the Authority but, subject to any statutory provision, may at any time dissolve a joint committee, committee, sub-committee or alter its membership;¹¹ and
 - (b) The Board of South Tees Development Corporation and may at any time dissolve the Board or alter its membership
- 27.2 No joint committee, committee or sub-committee shall continue in office longer than the next Annual Meeting.
- 27.3 These procedure rules shall, with any necessary modifications, apply to meetings of committees and sub-committees of the Cabinet. Save where it is otherwise stipulated elsewhere in this Constitution¹² or in legislation, decisions of the committees and subcommittees of the Combined Authority shall be made by way of a simple majority of the Members present and voting, and the Chair shall have not have a second or casting vote.
- 27.4 The proceedings of certain Committees are also subject to the requirements of the Statutory Committee Procedure Rules at Part 3 of this Constitution.

28. Working Groups

- 28.1 Any committee or subcommittee of the Combined Authority can establish working groups to undertake specific studies/examinations, subject to agreement from the Cabinet.
- 28.2 In appointing working groups, the committee or subcommittee will:
- (a) have regard to any approved work programmes (to avoid duplication of work or the undertaking of non-priority work), and advice from relevant officers on the overall capacity of the Combined Authority to support such studies;
 - (b) determine the remit for each working group which will be bound by the terms of that remit;
 - (c) determine the membership of the working group to be drawn from the membership of the committee or subcommittee with appropriate representation across the constituent councils;

¹¹ See also Procedure Rule 2

¹² See Part 3

- (d) consider whether a flexible arrangement for the work required is preferable, for example, a joint arrangement with one or two specified constituent councils;
- (e) consider and either approve, amend, or reject any reports and recommendations for submission to its parent committee or subcommittee, the Cabinet, an individual, or outside organisation as appropriate.

28.3 The Chair of any working group established to support strategy development and delivery will be the Member of the Cabinet who is the relevant portfolio holder or their nominee, or such other Member as may be agreed by Cabinet.

28.4 Working groups may seek the assistance of Members and officers of the Authority and/or outside organisations and individuals to meet the objectives of their agreed remit.

29. Attendance

29.1 The Monitoring Officer shall record the attendance of each Member at each meeting of the Cabinet and committees and subcommittees of the Combined Authority, and it shall be the responsibility of each Member to sign such a record, if requested.

30. Failure to attend Meetings

30.1 Subject to the exceptions prescribed by statute, if a Member of the Authority fails throughout a period of six consecutive months to attend any meeting of the Cabinet or the joint committees, committees or subcommittees of the Combined Authority to which they have been appointed, he/she shall (unless the failure to attend was due to a reason approved by the Cabinet before the end of that period), cease to be a Member of the Authority. For the purpose of this provision, the period of failure to attend shall date from the first meeting which the Member could have attended as a Member.

31. Resignation

31.1 A person appointed as a Member of the Authority may at any time resign his/her office by a notice of resignation in writing signed by him/her and delivered to the Monitoring Officer and the proper officer of either (i) the proper officer of the constituent council or (ii) the Chair or Vice Chair of the committee that appointed him/her, as the case may be.

32. Executive Appointments

- 32.1 A person, so long as he/she is a Member of the Combined Authority, and for twelve months after he/she ceases to be a Member of the Authority, shall be disqualified from being appointed by the Combined Authority to any paid office.
- 32.2 A Member shall not solicit for any person any appointment with the Authority or recommend any person for such appointment or for promotion; but this Procedure Rule shall not prevent a Member from giving a written testimonial of a candidate's ability, experience or character for submission to the Authority with an application for appointment.
- 32.3 Canvassing of Members directly or indirectly for any appointment with the Authority shall disqualify the candidate for that appointment. A statement to this effect shall be included in all recruitment information for appointments.

33. Financial Regulations

- 33.1 The Financial Regulations of the Authority (**Part 5**) are deemed to be incorporated in, and have the same force as, these procedure Rules.

34. Financial Decisions

Introduction

- 34.1 The Combined Authority's resources shall be considered as a single budget notwithstanding the following procedure rules regarding the Authority's financial decisions.

Levies

- 34.2 Any levy to fund the Combined Authority's transport functions shall only be approved with the unanimous agreement of the Cabinet and, if approved, must be issued before 15th February preceding the commencement of the relevant financial year to which the levy will relate.

Precepts

- 34.3 Where the funding of Mayoral functions is required to be met by a precept issued by the Combined Authority due to the costs of the exercise of the functions not being met, either in whole or part, by the Constituent Authorities, or from other resources available to the Combined Authority, the proposed precept shall be submitted to Cabinet for consideration and approval as part of the funding proposals for Mayoral functions in the draft Budget, and must

be issued before the 1st March in the financial year preceding that for which it is issued.

Members' Allowances

- 34.4 The Combined Authority may pay travel and subsistence allowances to its Members and members of the Tees Valley Business Board in accordance with a scheme drawn up and approved by the Cabinet
- 34.5 The Combined Authority may pay allowances to the Mayor, in accordance with recommendations made by its independent remuneration panel contained in a report submitted by the panel to the Cabinet.

Part 3

RULES OF PROCEDURE FOR STATUTORY COMMITTEES

OVERVIEW AND SCRUTINY COMMITTEE

1. Introduction

- 1.1 These rules of procedure provide a framework for carrying out the scrutiny work of the Tees Valley Combined Authority (the “**Combined Authority**”).

2. Objectives and key principles of scrutiny of the Combined Authority

- 2.1 The Combined Authority has established an Overview and Scrutiny Committee in accordance with the relevant statutes and the Combined Authority’s own constitution, in order to scrutinise and support the decision-making of the Combined Authority Cabinet (the “**Cabinet**”) and the Tees Valley Mayor (the “**Mayor**”).

- 2.2 The purpose of these arrangements will include:-

- Monitoring the decisions of or other action taken by the Cabinet and Mayor and to submit reports and make recommendations for improvement and/or change;
- Reviewing the strategies and policies of the Combined Authority and holding the Mayor, other Cabinet Members, and Officers, to account for their delivery.

- 2.3 The Overview and Scrutiny Committee shall be responsible for determining their own work programme, having taken advice from relevant Officers. When considering their work programme, they shall:

- Determine whether an issue is more appropriately dealt with by one of the Constituent Authorities or by some other organisation or in some other way and will not duplicate the work of existing bodies or agencies.
- Take into account the resources available to support that programme, and avoid establishing priorities for which the costs exceed the likely benefits.
- Avoid initiating enquiries at a time, or in a manner which disrupts the

effective and efficient operation of the Combined Authority, or unnecessarily delays the conduct of its business.

- 2.4 The scrutiny process will be open and transparent and designed to engage all relevant organisations, residents and other stakeholders.
- 2.5 The terms of reference, timescale and outline of any review shall be agreed by the Overview and Scrutiny Committee.
- 2.6 Different approaches to scrutiny reviews may be taken in each case, but members shall seek to act in an inclusive manner and take evidence from a wide range of opinion. The Committee shall make specific efforts to engage with groups who would otherwise be excluded.
- 2.7 The Committee may also establish temporary working groups to consider specific issues in more depth and to report back to the Committee. Working Groups cannot however receive delegated authority from the Committee, who retain responsibility for all decisions.

3. Meetings of the Overview and Scrutiny Committee

- 3.1 The Overview and Scrutiny Committee shall hold at least four meetings per year and may convene additional meetings as necessary.
- 3.2 Notice of the annual meeting and any other meetings will be sent to each Overview and Scrutiny Committee Member in accordance with the requirements of the Local Government Act 1972.
- 3.3 Meetings will be held in public, unless the meeting decides to convene in private in order to discuss confidential or exempt information, in accordance with the relevant provisions of the Local Government Act 1972.

4. Functions of the Overview and Scrutiny Committee

- 4.1 The Overview and Scrutiny Committee has power to:-
 - i. Review or scrutinise decisions made or other action taken, in connection with the discharge of any functions which are the responsibility of the Mayor or Combined Authority;
 - ii. Make reports or recommendations to the Mayor or Combined Authority with respect to the discharge of any of their functions;
 - iii. Make reports or recommendations to the Mayor or Combined Authority on matters that affect the Authority's area or the residents of the Tees

Valley.

- iv. To “call-in” for review or scrutiny decisions made by the Combined Authority, but not implemented, and to direct that that decision is not implemented while it is under review or scrutiny.
- 4.2 The Overview and Scrutiny Committee has developed and agreed written arrangements in connection with the exercise of the power at paragraph 4.1(iv), and has obtained the consent of the Cabinet to those arrangements. These arrangements are detailed in section 9 of these rules. The Overview and Scrutiny Committee and Cabinet will exercise the powers specified in sub paragraph 4.1(iv) in accordance with these arrangements.
- 4.3 The Overview and Scrutiny Committee, acting reasonably, may:-
 - Require the members or statutory officers of the Combined Authority (including the Mayor and Deputy Mayor), to attend before it to answer questions and give evidence and may
 - Invite other persons, including Officers of the Constituent Authorities, to attend meetings of the Committee
- 4.4 Any invitations under 4.3 must be made through the Group Chief Executive of the Combined Authority, or the Group Chief Executive of the relevant Constituent Authority. If any request is declined by the Group Chief Executive or Group Chief Executive, he/she must indicate the reasons for so doing.
- 4.5 A person on whom a requirement is imposed under the preceding subparagraph is required to comply with the requirement.
- 4.6 A person is not obliged by paragraph 4.5 to answer any question which the person would be entitled to refuse to answer in, or for the purposes of proceedings in a court in England and Wales.
- 5. Functions of the Overview and Scrutiny Committee Regarding the Combined Authority’s Budget**
 - 5.1 On an annual basis the Group Chief Executive and Group Director of Finance and Resources will prepare a draft Budget for the purposes of consultation with interested parties.
 - 5.2 The Overview and Scrutiny Committee shall consider the draft Budget at a Committee meeting and shall ensure that the outcome of the meeting, insofar as the Committee’s consideration of the draft Budget is concerned, is brought to Cabinet’s attention before the end of the consultation period.

6. Agendas and Business of the Overview and Scrutiny Committee

- 6.1 The Chair will approve the agenda for each annual meeting and any other meetings to be held.
- 6.2 Any member of the Overview and Scrutiny Committee may raise with the Chair a matter which is relevant to the functions of the Committee, for consideration by the Committee.
- 6.3 Any member of the Combined Authority or of a Constituent Council of the Combined Authority may also raise with the Chair an item which is relevant to the functions of the Committee, for the Committee's consideration.
- 6.4 In considering whether or not to exercise any of the powers specified in sub paragraph 4.1(iv) of these rules in relation to a matter referred to it by a member of the Combined Authority or a member of a Constituent Council in accordance with the agreed arrangements regarding the exercise of those powers, the Overview and Scrutiny Committee must have regard to any representations made as to why it would be appropriate for the Committee to exercise any of those powers.
- 6.5 If the Committee decides not to exercise any of those powers in relation to the matter, it must notify the relevant member of its decision and the reasons for it.
- 6.6 The Committee must also provide the relevant member with a copy of any report or recommendations which the Committee makes regarding the exercise of its powers in connection with the matter referred to it by the Members concerned, subject to the provisions of paragraph 7.5 (confidential and exempt information)

7. Reports or Recommendations of the Overview and Scrutiny Committee:

- 7.1 Where the Overview and Scrutiny Committee makes a report or recommendations, the Committee may:-
 - Publish the report or recommendations;
 - By notice require the Combined Authority or the Mayor to:-
 - Consider the report or recommendations;
 - Respond to the Committee indicating what (if any) action the Combined Authority proposes to take; and
 - If the Committee has published the report or recommendations, to

publish the response.

- 7.2 Notice given under the preceding paragraph 7.1 must require the Combined Authority or the Mayor to comply with it within two months beginning with the date on which the Combined Authority or the Mayor received the report or recommendations or (if later) the notice.
- 7.3 The Combined Authority or the Mayor must respond to a report or recommendations made by the Committee as a result of a referral made in accordance with these rules, within two months beginning with the date on which the Authority or the Mayor received the report or recommendations or (if later) the notice.
- 7.4 When publishing any document comprising such report(s) or recommendation(s), or a response of the Combined Authority or the Mayor to any of those report(s) or recommendation(s), the Overview and Scrutiny Committee must exclude any confidential information, and may exclude any relevant exempt information.
- 7.5 When the Overview and Scrutiny Committee provides a copy of any such documents to a Member of the Combined Authority, or to a member of a Constituent Authority, the Committee may exclude any confidential information or relevant exempt information.
- 7.6 Where the Committee excludes information under the preceding paragraphs of these rules, the Committee in publishing or providing a copy of the document(s) may replace so much of the documents as disclose the information, with a summary which does not disclose that information, and must do so if, in consequence of excluding the information the document(s) published, or the copy provided, would be misleading or not reasonably comprehensible.
- 7.7 Notwithstanding that the Committee, in publishing or providing a copy of a report or recommendations, has excluded information, or has replaced part of a report or the recommendations with a summary, it is nevertheless to be taken to have published the report or recommendations.
- 7.8 “Confidential information” has the meaning given by section 100A(3) of the Local Government Act 1972.
- 7.9 “Exempt information” has the meaning given by section 100I of the 1972 Act.
- 7.10 “Relevant exempt information” means:-
 - in relation to a report or recommendations of the Overview and Scrutiny

Committee, exempt information of a description specified in a resolution of the Committee under section 100A(4) of the 1972 Act which applied to the proceedings, or part of the proceedings of the Committee at which the report was, or the recommendations were considered; and

- in relation to a response of the Combined Authority or the Mayor, exempt information of a description specified in such a resolution of the Authority which applied to the proceedings, or part of the proceedings, at any meeting of the Authority at which the report or response was, or the recommendations were considered.

8. Rights of Overview and Scrutiny Committee Members to documents

- 8.1 A member of the Overview and Scrutiny Committee is entitled to a copy of any document which is in the possession or under the control of the Combined Authority or the Mayor, and contains material relating to any business that has been transacted at a meeting of a decision-making body of the Authority, or to any decision that has been made by an individual Member of the Authority.
- 8.2 Where a member of the Overview and Scrutiny Committee requests a document which falls within the preceding paragraph, the Combined Authority or the Mayor must provide that document as soon as reasonably practicable, and in any case no later than 10 clear days after the Authority receives the request.
- 8.3 However, no member of the Overview and Scrutiny Committee is entitled to a copy of any such document or part of a document as contains exempt or confidential information unless that information is relevant to:-
- An action or decision that the Member is reviewing or scrutinising; or
 - Any review contained in any programme of work of the Committee or of a working group of the Committee.
- 8.4 Where, as a result, the Combined Authority or the Mayor, or the Group Chief Executive determines that a member of the Overview and Scrutiny Committee is not entitled to a copy of a document or part of any such document for a reason set out in the preceding paragraph 8.3 it must provide the Committee with a written statement setting out its reasons for that decision.

9. Call-In Provisions

- 9.1 The power of the Overview & Scrutiny Committee to call-in decisions for review and scrutiny is intended to apply in exceptional circumstances. In

exercising this power, members of the Overview and Scrutiny Committee will need to determine that a decision of the Combined Authority has been made:

- in a manner inconsistent with the constitution and procedures of the Combined Authority;
- without adequate consultation with parties directly affected by that decision;
- without adequate evidence to inform that decision, or with inaccurate or misleading evidence;
- in a manner which gave inadequate weight to professional advice;
- without sufficient regard to the financial consequences or financial risk;
- without sufficient regard to social and/or environmental consequences, or to respect for equality and human rights;
- in a manner which is inconsistent with the policies of a majority of the constituent councils; or
- without adequate consideration of the impact on business.

- 9.2 Key decisions made by Cabinet, key decisions delegated to sub committees, and all officer key decisions shall be published within 2 working days of being made. Overview & Scrutiny Committee members will be sent a copy of all such decisions, within the same timescale.
- 9.3 The notice shall bear the date on which it was published and shall specify that the decision will come into force and be implemented on the expiry of at least five clear days after the publication of the decision, unless the decision is subject to call in by the Overview and Scrutiny Committee
- 9.4 During that period the Monitoring officer shall (having deemed that the call in request is valid according to the criteria established at paragraph 9.1) call-in a decision for scrutiny by the Committee if so requested in writing by five Members of the Overview & Scrutiny Committee, representing at least three of the constituent authorities. He/she shall notify the decision maker of the call-in.
- 9.5 A meeting of the Committee shall be called as soon as possible, after consultation with the Chair of the Committee and, in the first instance, within ten days of the expiry of the call-in period unless there are exceptional circumstances as to why this cannot be achieved (Exceptional circumstances

shall be determined by the Monitoring Officer in consultation with the Chair of Overview and Scrutiny).

- 9.6 The written request that call-in should be effected should always include specific details clearly explaining why the members making the request consider that a decision has not been taken in accordance with the principles set out in 9.1; identifying which principle applies, and describing the reasons which the member has for believing that that principle applies. Wherever possible, the request shall also indicate whether the member wishes to invoke the powers in paragraph 4.3 to require or invite persons to attend the Committee. The Combined Authority will provide a form for completion by the members making the call-in request, to ensure the proper application of the call-in procedure.
- 9.7 On receipt of a valid call-in request, the Committee meeting to review the decision shall follow the following format:-
- The members requesting the call-in will explain the reasons for calling in the decision
 - Other Scrutiny members may ask questions or seek clarification on the reasons for call in.
 - The decision maker and/or supporting Officer/s will explain the reasons for the decision being made and respond to any issues raised by the call in
 - Scrutiny members may ask questions or seek clarification
 - Scrutiny members will then deliberate and come to a decision
- 9.8 Timings for each element of the meeting may be determined by the Chair, and proposed for agreement by the Committee, in order to ensure the efficient conduct of the meeting.
- 9.9 The Committee may, by majority decision, take one of the following actions:
- A. agree that the original decision should stand, no further action should be taken and the decision can be implemented without further delay.
 - B. agree that the original decision should stand, but can make comments on the decision.
 - C. agree that the original decision should be referred back to the decision-maker with a recommendation it be reconsidered, providing a statement of the reasons for the referral.

D. (Where the decision was made under delegated arrangements) agree that the original decision should be referred to the Cabinet with a recommendation it is considered, providing a statement of the reasons for the referral.

E. agree to defer the meeting for further consideration (the meeting can only be deferred once).

Where option C or D is chosen Scrutiny Committee can direct that the decision not be implemented until Cabinet have met within the 10 day period specified below.

Where option E is chosen Scrutiny Committee can direct that the decision not be implemented for a further period not exceeding 14 days; where doing so is necessary for effective scrutiny and/or reconsideration to take place and further deferral doesn't create a risk of serious prejudice to the interests of the Combined Authority.

- 9.10 If following a valid call in, a quorate meeting of the Overview & Scrutiny Committee is not held within 10 days (unless there are exceptional circumstances for holding the meeting at a later date), or does meet but does not refer the matter back to the decision making person or body, or where appropriate refer the matter to Cabinet, the decision shall take effect on the date of the Scrutiny meeting, or the expiry of the 10 day period as appropriate
- 9.11 If the matter is referred to Cabinet, the Cabinet shall meet within 10 days of the request, unless there are exceptional circumstances as to why this cannot happen, to reconsider the particular matter. Following the meeting Cabinet shall respond to the Overview and Scrutiny Committee indicating what, if any, action Cabinet propose to take.
- 9.12 The call-in procedure set out above shall not apply where an urgent decision needs to be made. An urgent decision is one that needs to be implemented before the call-in period, to avoid a risk of serious prejudice to the interests of the Combined Authority. In these circumstances:
- The Group Chief Executive shall determine whether a risk of serious prejudice exists. In the event that the Group Chief Executive is the decision- maker, this assessment shall be confirmed by the Monitoring Officer;
 - The Group Chief Executive must secure the agreement of the Decision-maker, and the Chair of Overview and Scrutiny.

- The decision shall be communicated to Overview & Scrutiny Committee in advance of implementation
 - The fact that a decision is exempt from call-in shall be recorded alongside the decision itself.
- 9.13 The operation of the provisions relating to call-in and urgency shall also be monitored and reviewed annually
- 9.14 Each decision can only be called in once

AUDIT AND GOVERNANCE COMMITTEE

1. Introduction

- 1.1 These rules of procedure provide a framework for carrying out the work relating to audit and governance of the Tees Valley Combined Authority (**“Combined Authority”**).

2. Objectives and key principles of Audit & Governance Committee

- 2.1 The Combined Authority has established an Audit and Governance Committee in accordance with the relevant statutes and the Combined Authority’s own constitution, for the purpose of assuring sound governance, risk management, effective internal control and financial management of the Combined Authority, and that the Combined Authority observes high standards of conduct in public office. The Committee meets the requirements of the Combined Authorities (Overview and Scrutiny, Access to Information and Audit Committees) Order 2017.
- 2.2 The purpose of these arrangements will include:
 - Monitoring the decisions of or other action taken by the Cabinet, Mayor or senior officers in relation to governance, risk management, internal control, financial management and conduct in public office and to make recommendations for improvement, action or change;
 - Reviewing the strategies and policies of the Combined Authority in relation to governance, risk management, internal control, financial management and conduct in public office and holding the Mayor, other Cabinet Members, and senior officers, to account for their delivery.
- 2.3 The Audit and Governance Committee shall be responsible for determining their own work programme, having taken advice from relevant officers and internal and external auditors. When considering their work programme, they shall:
 - Determine whether an issue is more appropriately dealt with by some other organisation or body, or in some other way, and will not duplicate the work of existing bodies or agencies.
 - Take into account the resources available to support that programme, and avoid establishing priorities for which the costs exceed the likely benefits.

- Avoid initiating enquiries at a time, or in a manner which disrupts the effective and efficient operation of the Combined Authority, or unnecessarily delays the conduct of its business.
 - Promote and maintain high standards of conduct by members and co-opted members of the Combined Authority in accordance with the requirements of Charter 7 of the Localism Act 2011, including making recommendations to Cabinet on the adoption or revision of the Code of Conduct from Members (**Appendix I**)
- 2.4 The Audit & Governance process will be open and transparent and designed to engage all relevant organisations, residents and other stakeholders.

3. Meetings of Audit and Governance Committee

- 3.1 The Audit and Governance Committee shall hold at least three meetings per year and may convene additional meetings as necessary.
- 3.2 Notice of the annual meeting and any other meetings will be sent to each Audit and Governance Committee Member in accordance with the requirements of the Local Government Act 1972.
- 3.3 Meetings will be held in public, unless the meeting decides to convene in private in order to discuss confidential or exempt information, in accordance with the relevant provisions of the Local Government Act 1972.

4. Functions of the Audit and Governance Committee

- 4.1 The Audit and Governance Committee has power to:-
- To review decisions made or other action taken, in connection with the discharge of governance, risk management, internal control and financial management and standards of conduct in public office which are the responsibility of the Mayor or Combined Authority;
 - Make recommendations to the Mayor or Combined Authority with respect to the discharge of any of the above stated functions;
- 4.2 The Audit and Governance Committee, acting reasonably, may:
- Require the members or statutory officers of the Combined Authority (including the Mayor and Deputy Mayor), to attend before it to answer questions and give evidence and may
 - Invite other persons, including officers of the Constituent Authorities and

commissioned agencies, to attend meetings of the Committee

- 4.3 Any invitations under 4.2 must be made through the Group Chief Executive of the Combined Authority or of the relevant Constituent Authority. If any request is declined the Group Chief Executive must indicate the reasons for so doing.
 - 4.4 A person on whom a requirement is imposed under the preceding subparagraph is required to comply with the requirement.
 - 4.5 A person is not obliged by paragraph 4.4 to answer any question which the person would be entitled to refuse to answer in, or for the purposes of proceedings in a court in England and Wales.
- 5. Agendas and Business of the Audit and Governance Committee**
- 5.1 The Chair will approve the agenda for each meeting.
 - 5.2 Any member of the Audit and Governance Committee may raise with the Chair a matter which is relevant to the functions of the Committee, for consideration by the Committee.
 - 5.3 Any member of the Combined Authority or of a Constituent Council of the Combined Authority may also raise with the Chair an item which is relevant to the functions of the Committee, for the Committee's consideration.
- 6. Rights of Audit and Governance Committee Members to documents**
- 6.1 A member of the Audit and Governance Committee is entitled to a copy of any document which is in the possession or under the control of the Combined Authority or the Mayor relating to the stated purpose of the committee and containing material relating to any business that has been transacted at a meeting of a decision-making body of the Authority, or to any decision that has been made by an individual Member of the Authority relating to this purpose.
 - 6.2 Where a member of the Audit and Governance Committee requests a document which falls within the preceding paragraph, the Combined Authority or the Mayor must provide that document as soon as reasonably practicable.
 - 6.3 However, no member of the Audit and Governance Committee is entitled to a copy of any such document or part of a document as contains exempt or confidential information.
 - 6.4 Where, as a result the Combined Authority determines that a member of the Audit and Governance Committee is not entitled to a copy of a document or

part of any such document for a reason set out in the preceding paragraph 7.3 it must provide the Committee with a written statement setting out the reasons for that decision.

Notes for Information:

The Localism Act 2011 requires the Combined Authority to appoint at least one Independent Person from whom views will be sought and taken into account before the Audit and Governance Committee makes any decision on an allegation about a Member's conduct which has been investigated and at other times when considered appropriate. An Independent Person's views may also be sought by a Member who is the subject of a misconduct complaint. The Combined Authority will appoint an Independent Person for these purposes.

The Members' Code of Conduct and all codes and protocols can be found in **Appendix I** of this Constitution

TRANSPORT COMMITTEE

1. Introduction

- 1.1 These rules of procedure provide a framework for carrying out the work relating to the Transport Committee of the Tees Valley Combined Authority (**“Combined Authority”**).

2. Objectives and key principles of Audit & Governance Committee

- 2.1 The Combined Authority has established a Transport Committee in accordance with the relevant statutes and the Combined Authority’s own constitution.

- 2.2 The purpose of these arrangements will include:

- Reviewing the Transport Strategy and policies of the Combined Authority;
- Reviewing transport services operating within the Tees Valley;
- Overseeing the Combined Authority’s representation on external bodies with transport responsibilities;
- Receive delegations and make recommendations on transport matters to the Cabinet.

- 2.3 The Transport Committee shall be responsible for determining their own work programme, having taken advice from relevant officers. When considering their work programme, they shall:

- Determine whether an issue is more appropriately dealt with by some other organisation or body, or in some other way, and will not duplicate the work of existing bodies or agencies.
- Take into account the resources available to support that programme, and avoid establishing priorities for which the costs exceed the likely benefits.
- Avoid initiating enquiries at a time, or in a manner which disrupts the effective and efficient operation of the Combined Authority, or unnecessarily delays the conduct of its business.

- 2.4 The Transport Committee process will be open and transparent and designed to engage all relevant organisations, residents and other stakeholders.

3. Meetings of Transport Committee

- 3.1 The Transport Committee shall hold at least two meetings per year and may convene additional meetings as necessary.
- 3.2 Notice of the annual meeting and any other meetings will be sent to each Transport Committee Member in accordance with the requirements of the Local Government Act 1972.
- 3.3 Meetings will be held in public, unless the meeting decides to convene in private in order to discuss confidential or exempt information, in accordance with the relevant provisions of the Local Government Act 1972.

4. Functions of the Transport Committee

- 4.1 The Transport Committee has power to:-
 - Receive delegations from Cabinet for any transport related function;
 - Make recommendations to the Mayor or Combined Authority with respect to the discharge of any of the above stated functions;
- 4.2 The Transport Committee, acting reasonably, may:
 - Require the members or statutory officers of the Combined Authority (including the Mayor and Deputy Mayor), to attend before it to answer questions and give evidence and may
 - Invite other persons, including officers of the Constituent Authorities and commissioned agencies, to attend meetings of the Committee
- 4.3 Any invitations under 4.2 must be made through the Group Chief Executive of the Combined Authority or of the relevant Constituent Authority. If any request is declined the Group Chief Executive must indicate the reasons for so doing.
- 4.4 A person on whom a requirement is imposed under the preceding sub-paragraph is required to comply with the requirement.
- 4.5 A person is not obliged by paragraph 4.4 to answer any question which the person would be entitled to refuse to answer in, or for the purposes of proceedings in a court in England and Wales.

5. Agendas and Business of the Transport Committee

- 5.1 The Chair will approve the agenda for each annual meeting and any other meetings to be held.
 - 5.2 Any member of the Transport Committee may raise with the Chair a matter which is relevant to the functions of the Committee, for consideration by the Committee.
 - 5.3 Any member of the Combined Authority or of a Constituent Council of the Combined Authority may also raise with the Chair an item which is relevant to the functions of the Committee, for the Committee's consideration.
- 6. Rights of Transport Committee Members to documents**
- 6.1 A member of the Transport Committee is entitled to a copy of any document which is in the possession or under the control of the Combined Authority or the Mayor relating to the stated purpose of the committee and containing material relating to any business that has been transacted at a meeting of a decision-making body of the Authority, or to any decision that has been made by an individual Member of the Authority relating to this purpose.
 - 6.2 Where a member of the Transport Committee requests a document which falls within the preceding paragraph, the Combined Authority or the Mayor must provide that document as soon as reasonably practicable.
 - 6.3 However, no member of the Transport Committee is entitled to a copy of any such document or part of a document as contains exempt or confidential information.
 - 6.4 Where, as a result, the Combined Authority Monitoring Officer determines that a member of the Transport Committee is not entitled to a copy of a document or part of any such document for a reason set out in the preceding paragraph 6.3 it must provide the Committee with a written statement setting out the reasons for that decision.

TEESSIDE FREEPORT BOARD

1. Introduction

- 1.2 These rules of procedure provide a framework for carrying out the work relating to the Freeport Board of the Tees Valley Combined Authority (**“Combined Authority”**).

2. Objectives and key principles of Freeport Board

- 2.1 The Combined Authority has established a Freeport Board in accordance with the relevant statutes and the Combined Authority’s own constitution.
- 2.2 The purpose of these arrangements will include:
- Reviewing the Freeport Strategy and policies of the Combined Authority;
 - Reviewing Freeport services operating within the Tees Valley;
 - Overseeing the Combined Authority’s representation on external bodies with Freeport responsibilities; and
 - Receiving delegations and make recommendations on Freeport matters to the Cabinet.
- 2.3 The Freeport Board shall be responsible for determining their own work programme, having taken advice from relevant officers. When considering their work programme, they shall:
- Determine whether an issue is more appropriately dealt with by some other organisation or body, or in some other way, and will not duplicate the work of existing bodies or agencies.
 - Take into account the resources available to support that programme and avoid establishing priorities for which the costs exceed the likely benefits.
 - Avoid initiating enquiries at a time, or in a manner which disrupts the effective and efficient operation of the Combined Authority, or unnecessarily delays the conduct of its business.
- 2.4 The Freeport Board process will be open and transparent and designed to engage all relevant organisations, residents and other stakeholders.

3. Meetings of Freeport Board

- 3.1 The Freeport Board shall meet quarterly but may convene additional meetings as necessary.
- 3.2 Notice of the annual meeting and any other meetings will be sent to each Board Member in accordance with the requirements of the Local Government Act 1972.
- 3.3 Meetings will be held in public, unless the meeting decides to convene in private in order to discuss confidential or exempt information, in accordance with the relevant provisions of the Local Government Act 1972.

4. Functions of the Freeport Board

- 4.1 The Freeport Board has power to:-
 - Receive delegations from Cabinet for any Freeport related function;
 - Make recommendations to the Mayor or Combined Authority with respect to the discharge of any of the above stated functions;
- 4.2 The Freeport Board, acting reasonably, may:
 - Require the members or statutory officers of the Combined Authority (including the Mayor and Deputy Mayor), to attend before it to answer questions and give evidence and may; and
 - Invite other persons, including officers of the Constituent Authorities and commissioned agencies, to attend meetings of the Board.
- 4.3 Any invitations under 4.2 must be made through the Group Chief Executive of the Combined Authority or of the relevant Constituent Authority. If any request is declined the Group Chief Executive must indicate the reasons for so doing.
- 4.4 A person on whom a requirement is imposed under the preceding sub-paragraph is required to comply with the requirement.
- 4.5 A person is not obliged by paragraph 4.4 to answer any question which the person would be entitled to refuse to answer in, or for the purposes of proceedings in a court in England and Wales.

5. Agendas and Business of the Freeport Board

- 5.1 The Chair will approve the agenda for each annual meeting and any other meetings to be held.

- 5.2 Any member of the Freeport Board may raise with the Chair a matter which is relevant to the functions of the Board, for consideration by the Board.
- 5.3 Any member of the Combined Authority or of a Constituent Council of the Combined Authority may also raise with the Chair an item which is relevant to the functions of the Board, for the Board's consideration.
- 6. Rights of Freeport Board Members to documents**
 - 6.1 A member of the Freeport Board is entitled to a copy of any document which is in the possession or under the control of the Combined Authority or the Mayor relating to the stated purpose of the Board and containing material relating to any business that has been transacted at a meeting of a decision-making body of the Authority, or to any decision that has been made by an individual Member of the Authority relating to this purpose.
 - 6.2 Where a member of the Freeport Board requests a document which falls within the preceding paragraph, the Combined Authority or the Mayor must provide that document as soon as reasonably practicable.
 - 6.3 However, no member of the Freeport Board is entitled to a copy of any such document or part of a document as contains exempt or confidential information.
 - 6.4 Where, as a result, the Combined Authority Monitoring Officer determines that a member of the Freeport Board is not entitled to a copy of a document or part of any such document for a reason set out in the preceding paragraph 6.3 it must provide the Board with a written statement setting out the reasons for that decision.

Part 4

Delegations to Senior Officers

1. Introduction

- 1.1 Section 112(1) of the Local Government Act 1972, provides that the Combined Authority shall appoint such officers, or employees as it thinks necessary for the proper discharge by the Combined Authority of such of its functions as fall to be discharged by them (which shall include functions exercisable by the Combined Authority and functions exercisable by the Mayor) or of such of another authority's functions for which they may become responsible, and for the carrying out of any obligations of the Combined Authority in connection with any agreement made with another authority to place staff at that authority's disposal.
- 1.2 There are a number of specific references in the 1972 Act and the 1985 Local Government Act, which call for functions to be undertaken by what is termed the 'Proper Officer'. Where appropriate, the following lists such references and identifies the Chief Officers responsible for their discharge.

2. Group Chief Executive (Head of Paid Service)

- 2.1 The Group Chief Executive shall fulfil the statutory role of the Head of Paid Service. The Group Chief Executive is responsible for the corporate management and overall operational capacity of the Combined Authority, including the strategic management of all of the Combined Authority's staff in accordance with section 4 of the Local Government and Housing Act 1989.
- 2.2 The Group Chief Executive is appointed the Proper Officer for the purpose of receiving a list of the Combined Authority's politically restricted posts (Local Government and Housing Act 1989 – section 2(4)), and for the purpose of the declaration of acceptance of office of the Tees Valley Mayor under section 83 of the Local Government Act 1972.
- 2.3 The Group Chief Executive cannot be the Monitoring Officer.

3. Monitoring Officer

- 3.1 Under the provisions of the Local Government and Housing Act 1989, the Combined Authority shall appoint a Monitoring Officer who will be responsible for promoting and maintaining high standards of conduct. The Monitoring Officer will provide advice on the scope of powers and authority to take decisions, maladministration and probity to all Members and provide a comprehensive service to the Combined Authority Cabinet.

- 3.2 The Monitoring Officer to the Combined Authority is appointed the Proper Officer in relation to the following functions under the Local Government Act 1972:
- a) Determination of those reports which should be available for public inspection prior to a meeting of the Combined Authority Cabinet, the Transport Committee, the Audit and Governance Committee, Freeport Board and any other Committee, Sub-Committee or joint committee of the Combined Authority and those which are likely to be heard in private and consequently which should not be released to the public (section 100B(2));
 - b) Provision of documents to the press, additional to committee reports (section 100B (7));
 - c) Preparing written summaries of proceedings (section 100C(2));
 - d) Making arrangements for lists of background papers to reports to be compiled, and for copies of documents on those lists to be made available for public inspection (section 100D (1));
 - e) Advising on what may or may not be a background paper for the purposes of reports which are open to public inspection (section 100D(5));
 - f) Determination of documents disclosing exempt information which may not be inspected by Members (section 100F(2));
 - g) Signature or authentication of Summonses to the Combined Authority Cabinet (paragraph 4(1A)(b) of Schedule 12);
 - h) Declaration and Certificates with regard to securities (section 146 (1)(a) and (b));
 - i) Deposit of documents (section 225 (1));
 - j) Inspection of accounts by members (section 228(3));
 - k) Certifications of photographic copies of documents (section 229 (5));
 - l) Issuing and signing of formal notices (section 234 (1) and (2));
 - m) Serving copies of Byelaws (section 236 (9) and (10)); and
 - n) Certification of Byelaws (section 238).

- 3.3 The Monitoring Officer is also appointed the Proper Officer for the following purposes:-
- a) Certification of copies of resolutions, minutes, other documents (Local Government (Miscellaneous Provisions) Act 1976 – Section 41); and,
 - b) Exceptions to the overview and scrutiny and publicity requirements relating to key decisions (the Combined Authorities (Overview and Scrutiny Committees, Access to Information and Audit Committees) Order 2017.
 - c) receiving, considering and granting dispensation for the purposed of section 33 of the Localism Act 2011 (Standards and Dispensations).
- 3.4 The Monitoring Officer will maintain an up to date Register of Members' interests and an up to date version of the Constitution and will ensure that it is widely available for consideration by Members, officers and the public.
- 3.5 The Monitoring Officer will contribute to the promotion and maintenance of high standards of conduct and be responsible for the receipt and acknowledgement of complaints of failure by a Member of the Combined Authority to comply with the Members Code of Conduct.
- 3.6 The Monitoring Officer cannot be the Head of Paid Service or the Group Director of Finance and Resources.

4. Group Director of Finance and Resources

- 4.1 The Group Director of Finance and Resources has responsibility for ensuring lawfulness and financial prudence of decision making. The Group Director of Finance and Resources is appointed Proper Officer in relation to the following:
- a) receipt of money due from officers (Local Government Act 1972, section 115 (2); and
 - b) proper administration of the financial affairs of the Combined Authority (Local Government Act 1985 section 73).
- 4.2 The Group Director of Finance and Resources will provide advice and guidance to all Members on financial impropriety and budgetary issues and will report to the Combined Authority regarding any proposal, decision or course of action that will involve incurring unlawful expenditure, or that is unlawful and is likely to cause a loss or deficiency on the part of the Authority, or if the Combined Authority is about to enter an item of account unlawfully (Section 114 of the Local Government Finance Act 1988).

5. Scrutiny Officer

- 5.1 The Combined Authorities (Overview and Scrutiny Committees Access to Information and Audit Committees) Order 2017 requires the Combined Authority to designate one of its officers as its Scrutiny Officer.
- 5.2 The Scrutiny Officer has the following responsibilities:-
 - (a) to promote the role of the Combined Authority's Overview and Scrutiny Committee;
 - (b) to provide support and guidance to the Combined Authority's Overview and Scrutiny Committee and its members; and
 - (c) to provide support and guidance to members of the Combined Authority in relation to the functions of the Combined Authority's Overview and Scrutiny Committee.

6. General

- 6.1 All officers in whose name reports are submitted to the Combined Authority Cabinet, the Transport Committee, Freeport Board, the Audit and Governance Committee and any Committee or Subcommittee of the Combined Authority via the Monitoring Officer and Director of Finance and Resources are appointed the Senior Officers in relation to the following under the Local Government Act 1972:
 - a) Compilation and retention of lists of background papers and copies of the relevant documents and reports (section 100D(1)(a)).
 - b) Identifying and determining what are background papers (section 100D(5)).

7. Scheme of Delegation of Functions to Senior Officers

- 7.1 Section 101 of the Local Government Act 1972 enables the Combined Authority to delegate the discharge of any of its functions to its officers.
- 7.2 Section 107D of the Local Democracy, Economic Development and Construction Act 2009 enables the Mayor to arrange for an officer of the Combined Authority to exercise any functions exercisable by the Mayor.
- 7.3 This part of the Constitution specifies those powers of the Combined Authority and the Mayor which, for the time being, are exercisable from time to time by

officers of the Combined Authority, and stating the title of the officer in question by whom the powers are exercisable.

- 7.4 Senior Officers in the context of this Constitution mean the Head of Paid Service (Group Chief Executive), the Group Director of Finance and Resources, the Monitoring Officer and any Directors reporting directly to the Group Chief Executive.
- 7.5 The delegated powers of Senior Officers set out in this Scheme may be exercised by other officers authorised by the Senior Officer with the delegated power to act on their behalf and in their name, provided that appropriate administrative procedures are in place to record the authorisation and monitor decisions taken.
- 7.6 The exercise of delegated powers by officers is required to be in accordance with and subject to:
- a) Statute or other legal requirements, including the principles of public law, the Human Rights Act 1998, statutory guidance and statutory codes of practice;
 - b) this Constitution, the Combined Authority Cabinet's Rules of Procedure and Financial Regulations currently in force;
 - c) the revenue and capital budgets of the Combined Authority, subject to any variation thereof which is permitted by the Authority's Financial Regulations; and
 - d) any policy or direction of the Combined Authority Cabinet, the Transport Committee, the Audit and Governance Committee, or any other committee sub-committee or joint committee acting in exercise of powers delegated to it by the Combined Authority.
- 7.7 Officers may **not** exercise delegated powers where:
- a) the matter is reserved to the Combined Authority Cabinet, or the Mayor, and is to be exercisable only by them, by law or by this Constitution;
 - b) the matter is a function which cannot by law be discharged by an officer; and
 - c) the Combined Authority Cabinet, or a committee, sub-committee or joint committee to which the Combined Authority is a party, has determined that the matter should be discharged otherwise than by an officer.

- 7.8 Where, in relation to an item before the Combined Authority Cabinet, the Transport Committee, the Audit and Governance Committee, the Freeport Board or a joint committee, committee or sub-committee, a Senior Officer is given specific authority to determine a particular matter, the officer should ensure that there is an appropriate audit trail to evidence such determination.
- 7.9 Any reference in this Scheme of Delegation to any enactment shall include a reference to any amendment or re-enactment of the same.

A General Delegations to all Senior Officers

- GD1 The day to day routine management, supervision and control of services provided for the Combined Authority by staff under its control in accordance with the Rules of Procedure and Financial Regulations of the Combined Authority.

Contracts and Accounts

- GD2 The disposal of surplus or obsolete equipment to the person submitting the highest quotation up to a limit of £10,000 in value.
- GD3 The acceptance of the best value tender or quotation as per the Contract Procedure Rules detailed in **Part 5**:
- a) For the supply of goods, materials or services for which financial provision has been made in the Authority's Revenue Budget up to a limit of £100,000 in value for any one transaction, and
 - b) For building and civil engineering works provided that the value of the tender is within the estimate previously approved by the Cabinet and does not exceed £250,000.
- GD 4 The invitation of quotations for contracts not exceeding £25,000 in value for the supply of goods, materials or services or the execution of works from at least three persons, subject to financial provision having been made in the Revenue or Capital Budget of the Authority.
- GD5 The provision of services or the purchase of materials or minor items of equipment up to a total of £10,000 within one order or series of related orders for which provision has been made in the revenue estimates.

B Delegations to the Head of Paid Service

- HPS1 To discharge the functions of the Head of Paid Service in relation to the Combined Authority as set out in sections 3A and 4 of the Local Government and Housing Act 1989.
- HPS2 To engage officers on behalf of the Combined Authority in order to coordinate and carry out its functions.
- HPS3 To discharge any function of the Combined Authority (including functions exercisable by the Authority or by the Mayor) which has not been specifically delegated to another officer, Committee, Sub-Committee or Joint Committee, or reserved to the Combined Authority Cabinet whether by law or by this Constitution and may direct any officer not to exercise a delegated function in special circumstances unless they are required to do so by law.
- HPS4 To take all action which is necessary or required in relation to the exercise of any of the Combined Authority's functions or the functions of the Mayor (other than those functions which by law can be exercised only by the Combined Authority or by the Mayor), having regard to the Combined Authority's or Mayor's approved plans, policies or strategies and the Combined Authority's budget, and all enabling legislation.
- HPS5 Take any action which is necessary or required as a matter of urgency in the interests of the Combined Authority, in consultation (where practicable) with the Mayor (Chair of the Combined Authority Cabinet), the Monitoring Officer and the Group Director of Finance and Resources.
- HPS6 Take preliminary steps to protect the rights and interests of the Authority subject to consultation with the Mayor in relation to any Bill or Statutory Instrument or Order in Parliament.
- HPS7 To conduct before either House of Parliament any proceedings (including the retention of Parliamentary Agents and Counsel) connected with the passage of any Private Bill which the Authority has resolved to promote or oppose, including the negotiation and agreement of amendments to any such Bill, and the negotiation and approval of any terms, agreement or undertaking offered in consideration of the Authority not opposing any Private Bill.
- HPS8 Nominate, appoint and remove, in consultation with the Chair of the Combined Authority Cabinet, Combined Authority representatives on the board of companies, trusts and other bodies, and to agree constitutional arrangements for such companies, trusts and other

bodies, and give any necessary consent required within their relevant constitutions.

HPS9 The acceptance of the best value tender or quotation as per the Contract Procedure Rules detailed in **Part 5**:

- a) For the supply of goods, materials or services for which financial provision has been made in the Authority's Revenue Budget up to a limit of £1,000,000 in value for any one transaction, and
- b) For building and civil engineering works provided that the value of the tender is within the estimate previously approved by the Cabinet and does not exceed £1,000,000.

HPS10 To provide a comprehensive policy advice service to the Authority and, in particular, to advise on the Combined Authority's plans and strategies.

HPS11 To control and co-ordinate press and media relations, the organisation of press conferences, publicity and public relations within prescribed policy including approval of the issue of all official Authority publicity and official publications.

HPS12 To be the authorised representative of the Authority in respect of any company established pursuant to section 323 of the Companies Act 2006 (as amended) and any other company of which the Authority is a member.

HPS13 To authorise any named officer of the Combined Authority to exercise functions delegated to the Head of Paid Service, –including the functions of a consultee in relation to the exercise of an Officer's delegated powers.

C Delegations to the Group Director of Finance and Resources

CF01 To effect the proper administration of the Combined Authority's financial affairs particularly in relation to financial advice, procedures, records and accounting systems, internal audit and financial control generally.

CF02 After consulting, so far as practicable with the Group Chief Executive and the Monitoring Officer, to report to the Combined Authority Cabinet if it appears to him/her that a decision has been made, or is about to be made which involves or would involve the Combined Authority incurring unlawful expenditure, or that a course of action has

been taken or is about to be taken which, if pursued to its conclusion, would be unlawful and likely to cause a loss or deficiency on the part of the Authority, or that an item of account is about to be made which is unlawful. Such a report will have the effect of prohibiting the proposal, decision or other action being implemented until the report has been considered

- CF03 The taking of all action required on borrowing, investment and financing subject to the submission to the Combined Authority Cabinet of an annual report of the Group Director of Finance and Resources on treasury management strategy in accordance with CIPFA's Code of Practice for Treasury Management and Prudential Codes.
- CF04 To effect all insurance cover required in connection with the business of the Combined Authority and to settle all claims under such insurances arranged for the Combined Authority's benefit.
- CF05 The preparation of manuals of financial and accounting procedures to be followed by officers of the constituent councils working on Combined Authority matters.
- CF06 To accept grant offers on behalf of the Authority, subject to all the terms and conditions set out by the grant awarding body.
- CF07 The submission of all claims for grant to the UK Government, the European Union (EU) or other funder.
- CF08 To make all necessary banking arrangements on behalf of the Combined Authority, to sign all cheques drawn on behalf of the Authority, or make arrangements for cheques to be signed by other officers or to arrange for such cheques to bear the facsimile signature of the Chief Finance Officer.
- CF09 To monitor capital spending and submit a report to the Cabinet at not more than quarterly intervals. This report will separately identify the capital expenditure relating to schemes promoted by the Authority.
- CF10 In relation to revenue expenditure under the control of officers, to consider reports of officers on any likely overspending, and to approve transfers between expenditure heads up to a maximum of £25,000, provided that, where it is not possible to finance an overspending by such a transfer, the matter shall be referred to the Cabinet for consideration of a supplemental estimates.
- CF11 The collection of all money due to the Authority, and the writing off of

bad debts.

- CF12 To supervise procedures for the invitation, receipt and acceptance of tenders.
- CF13 To administer the scheme of Mayoral and Members' allowances.
- CF14 To discharge the functions of the Combined Authority under the Accounts and Audit (England) Regulations 2015 (with the exception of Regulations 6(2), 9(2) and 20(1)).
- CF15 To sign certificates under the Local Government (Contracts) Act 1997 and the Local Authority (Contracts) Regulations 1997 – regulation 7(2)(a).
- CF16 To be the officer nominated, or to nominate in writing another officer, as the person to receive disclosures of suspicious transactions for the purposes of the Proceeds of Crime Act 2002 and any Regulations made thereunder.
- CF17 To exercise the responsibilities assigned to the Group Director of Finance and Resources in the Combined Authority's financial arrangements and procedures and in its Financial Regulations and Contract Procedure Rules.
- CF18 To determine an amount (not exceeding the sterling equivalent of €5,000) being the maximum sum which the Combined Authority will receive in cash without the express written consent of the Group Director of Finance and Resources.
- CF19 To authorise any named Officer of the Combined Authority to exercise functions delegated to the Group Director of Finance and Resources, including the functions of a consultee in relation to the exercise of an Officer's delegated powers.
- CF20 Support the Audit and Governance Committee to:
 - a) provide or procure independent assurance on the effectiveness of the risk management framework and the associated control environment;
 - b) provide or procure independent examination of the organisation's performance and how this affects the Authority's control environment and its exposure to risk; and

- c) oversee the financial reporting process.

D Delegations to the Monitoring Officer

MO1 The Monitoring Officer is authorised to:

- a) institute, prosecute, defend, withdraw, conduct, settle or appeal any administrative action and/or any legal proceedings on behalf of the Combined Authority;
- b) negotiate, issue, conclude and/or sign or execute any notice, document or agreement in any case where such action will facilitate, or be conducive or incidental to the carrying out of any decisions of the Combined Authority Cabinet; or in any case where the Monitoring Officer considers that such action is necessary to protect the Combined Authority's interests, or to further or achieve the objectives of the Combined Authority; and
- c) settle or otherwise compromise any such administrative action or legal proceedings if they have been commenced or there are reasonable grounds for believing such actions or proceedings may be contemplated.
- d) Issue dispensations on behalf of the Combined Authority for the purposes of sections 31 – 33 of the Localism Act 2011

MO2 Authentication of documents and the use of the corporate seal.

MO3 To provide a comprehensive administrative service to the Authority.

MO4 After consulting, so far as practicable, with the Group Chief Executive and Group Director of Finance and Resources, the Monitoring Officer will report to the Combined Authority Cabinet if he/she considers that any proposal, decision or omission has given rise to or is likely to or would give rise to a contravention of any enactment or rule of law or any maladministration or failure as determined following an investigation by the Local Government Ombudsman. Such a report will have the effect of stopping the proposal or decision being implemented until the report has been considered.

MO5 To accept on behalf of the Combined Authority Cabinet in-year changes to the membership of committees, sub-committees and joint committees. These changes must be notified in writing to the Monitoring Officer and will be effective when receipt of the notification is acknowledged in writing by the Monitoring Officer.

- MO6 To make minor changes to the Constitution and its associated documents in order to reflect organisational or legislative change when the power remains unaltered.
- MO7 To make any textual or grammatical corrections to the Constitution and its associated documents.

Supporting the Standards Regime

- MO8 To act as the Proper Officer to receive and acknowledge complaints of failure to comply with the Members' Code of Conduct under the Combined Authority's adopted local standards arrangements.
- MO9 To review complaints received in respect of any alleged breach by a Member of the Code of Conduct for Members and to act in accordance with the Combined Authority's adopted local arrangements.
- MO10 The Monitoring Officer will, where considered appropriate, either conduct or arrange for investigations to be conducted into alleged breaches of the Members' Code of Conduct referred to him/her.
- M10 The Monitoring Officer will undertake informal resolution of such complaints in accordance with the Combined Authority's adopted local arrangements.
- M11 To authorise any named Officer of the Combined Authority to exercise functions delegated to the Monitoring Officer, including the functions of a consultee in relation to the exercise of an Officer's delegated powers.

Part 5

FINANCIAL REGULATIONS

Section 1 - Regulations

1. General

- 1.1 These regulations form part of the Authority's constitution and they set out the financial management policies of the Tees Valley Combined Authority (The Authority) and are a key part of the Authority's financial governance arrangements.
- 1.2 These regulations lay down for the guidance of Members and Officers, principles to be followed in securing the proper administration of the financial affairs of the Authority.
- 1.3 It is important that these Regulations are, and continue to be, relevant to the Authority. They should be reviewed regularly to remain consistent with the Authority's Constitution and related documentation and be in line with best practice and legislation.

2. Role of the Combined Authority

- 2.1 Many of the responsibilities for financial matters are defined within the constitution of which these regulations form part, and the Scheme of Delegation. Responsibilities are either reserved for the Authority's Cabinet to exercise or delegate to specific officers such as the Group Chief Executive and Group Director of Finance and Resources.
- 2.2 In line with its Strategic Economic Plan the Authority has the overall responsibility for approving investment decisions which will form the basis of the medium term financial plan.
- 2.3 The Authority has overall responsibility for ensuring that the Authority's expenditure remains within the resources available to it.
- 2.4 The Authority is responsible for approving the Treasury Management Strategy, Investment Plan and borrowing limits of the Authority.

3. Role of the Group Director of Finance and Resources (S73 Officer)

- 3.1 Tees Valley Combined Authority shall appoint an officer, the Group Director of Finance and Resources, who shall for the purpose of Section 73 of the

Local Government Act 1985, be responsible for ensuring the proper administration of the Combined Authority's financial affairs.

- 3.2 The Group Director of Finance and Resources will also fulfil all relevant statutory responsibilities including those set out in Part V111 of the Local Government Finance Act 1988.
- 3.3 The Group Director of Finance and Resources shall issue and keep under continuous review, such instructions, advice or procedures relating to financial matters as he or she considers necessary to secure the proper administration of the Combined Authority's financial affairs.
- 3.4 The Group Director of Finance and Resources is responsible for reporting, where appropriate, breaches of Financial Regulations.
- 3.5 The Group Director of Finance and Resources has responsibility for ensuring compliance with the requirements of the Accounts and Audit Regulations relating to accounting records, control systems and audit.
- 3.6 If any financial issues arise which result in any uncertainty or ambiguity as to the correct procedure to follow under these regulations, then the Group Director of Finance and Resources shall have delegated powers to give a valid direction as to the appropriate procedure to follow.
- 3.7 The Group Director of Finance and Resources may also fulfil senior finance responsibilities for one of the constituent authorities. If significant conflicts of interest arise between these two roles, these will be identified, and discussed with the Group Chief Executive, who may direct another person to temporarily fulfil the role of Group Director of Finance and Resources for the purpose of resolving the significant conflict of interest.
- 3.8 The Group Director of Finance and Resources shall also be responsible for overseeing and identifying any risks to the Combined Authority's finances (and risks to the finances of STDC and other organisations in TVCA's and STDC's groups) which may arise from the creation or operation of Mayoral Development Corporations. This responsibility shall be reflected in the constitution and financial arrangements of any Mayoral Development Corporation.

4. Role of the Officers

- 4.1 Senior Officers shall promote the financial management standards set by the Group Director of Finance and Resources and shall adhere to the standards and practices set down in these regulations.

- 4.2 It is the responsibility of Officers to consult with the Group Director of Finance and Resources and seek advice on any matters likely to have a material effect on the Authority's finances, before any decision is made.
- 4.3 If any Senior Officer or officer acting on behalf of the Authority is aware of any contravention to these Financial Regulations, they must immediately notify the Group Director of Finance and Resources who shall determine appropriate action.

5. Accounting Policies

- 5.1 The Group Director of Finance and Resources is responsible for selecting Accounting Policies and ensuring that they are applied consistently. The key controls in Accounting Policies are that:
- Systems of internal control are in place to ensure that financial transactions are lawful.
 - Proper accounting records are determined and maintained.
 - Financial statements are prepared which represent fairly the financial position of the Authority and its income and expenditure.

6. Financial Planning

- 6.1 The Medium Term Financial Plan (**MTFP**) is a key requirement of good governance and is an important tool to help the Authority deliver objectives. Incorporating previous Investment Plan approvals the MTFP will set an indicative resource position over the medium term.
- 6.2 The Group Director of Finance and Resources shall determine the appropriate timetable for the preparation of the annual budget that conforms to the statutory deadlines, including those in relation to setting a precept, levy and the contributions from constituent councils.
- 6.3 The Group Director of Finance and Resources will advise the Authority on the robustness of budget proposals in accordance with his / her responsibilities under these financial regulations.
- 6.4 All reserves held by the Authority will be kept under review by the Group Director of Finance and Resources with a view to ensuring that they are spent on their specified purposes and that planned expenditure is properly phased.
- 6.5 The Group Director of Finance and Resources will also advise the Authority on the prudent level of reserves and general balances.

- 6.6 The Group Director of Finance and Resources will advise on the financial implications of investment decisions which are taken in line with the approved investment plan and assurance framework.

7. Financial Management – Revenue and Capital

Budget Monitoring and Control

- 7.1 Officers are responsible for monitoring their income and expenditure against the projects/programme budgets approved by the Authority.
- 7.2 The Group Director of Finance and Resources will establish an appropriate framework of financial management and control for the Authority which ensures that;
- budget management is exercised within the Authority's approved investment plans;
 - expenditure and income is monitored using information held on the Authority's corporate financial information system;
 - timely and sufficient information on receipts and payments on each budget is available to enable officers to fulfil their budgetary responsibilities;
 - Additions and changes to approved expenditure plans require approval in line with the Assurance Framework.
- 7.3 Officers must personally ensure that any information which suggests a potentially significant variation against their approved budget (both overspends and underspends) is notified at the earliest opportunity to the Group Director of Finance and Resources. Any material overspends and plans to mitigate these will be reported to the Authority via the budget monitoring report.
- 7.4 Where additional revenue or capital resources become available, or are forecast to become available, the Officers must notify the Group Director of Finance and Resources at the earliest opportunity.
- 7.5 The Group Director of Finance and Resources will prepare quarterly budget monitoring reports in conjunction with Officers for presentation to the Authority.

- 7.6 Expenditure cannot take place unless the scheme or programme is fully funded and approved.

8. Treasury Management

- 8.1 The Authority's treasury management activities shall be defined as the management of its investments and cash flows, its banking, money market and capital market transactions; the effective control of the risks associated with those activities; and the pursuit of optimum performance consistent with those risks.
- 8.2 All treasury management activity shall be undertaken in full compliance with the Chartered Institute of Public Finance and Accountancy's Code of Practice: Treasury Management in Public Services (revised 2017) as may be revised from time to time or such other practices and procedures as may be approved by the Authority.
- 8.3 Only the Group Director of Finance and Resources may enter into any borrowing, investment and financing arrangements on behalf of the Authority.
- 8.4 The Group Director of Finance and Resources is responsible for formulating an annual Borrowing and Treasury Management Strategy for approval by the Authority in advance of the year together with providing a mid- year review and annual report after its close.

9. Banking Arrangements, Cheque Security and Credit Cards

- 9.1 No officer other than the Group Director of Finance and Resources may open any bank account in the name of the Authority.
- 9.2 The Authority's banking terms and overdraft arrangements shall be agreed by the Group Director of Finance and Resources.
- 9.3 All arrangements for the ordering and issuing of cheques shall be agreed by the Group Director of Finance and Resources, who shall make proper arrangements for their custody.
- 9.4 All cheques drawn on behalf of the Authority shall be signed by the Group Director of Finance and Resources.
- 9.5 Credit cards, charge cards and other payment methods held in the Authority's name may only be opened, closed and managed by the Group Director of Finance and Resources.

- 9.6 The Group Director of Finance and Resources will ensure that bank reconciliations are completed on at least a monthly basis.

10. External Funding / Grants

- 10.1 The Group Director of Finance and Resources must be consulted on and approve all submissions to central government, European Union and external bodies for funding. Prior to making any submission in relation to external funding, Officers must ensure that:
- an exit strategy is identified to manage the ultimate cessation of the funding stream with no adverse impact on the Authority;
 - any match-funding requirements are given due consideration prior to entering into agreements and that future revenue budgets reflect these requirements; and
 - they are able to comply with the terms and conditions of a grant scheme, including auditor certification requirements, before accepting them.
- 10.2 Officers must seek approval from the Group Director of Finance and Resources before accepting any offer of funding from external bodies.
- 10.3 Officers are responsible for ensuring that all expenditure to be funded by grant is properly incurred in accordance with the requirements and conditions of the funding body, and is supported by adequate evidence.
- 10.4 Officers are responsible for ensuring the completion and submission of grant claims once approved by the Group Director of Finance and Resources. Officers must also ensure that grant claims comply with the requirements and grant conditions of the funding body, are submitted promptly and supported by adequate evidence.
- 10.5 Officers are responsible for ensuring that any legal implications and risks of working with third parties are appropriately addressed. This will include any back to back agreements as required.

11. Income

- 11.1 All monies received on behalf of the Authority shall be paid in full into the Authority's bank account without delay.

- 11.2 Officers shall ensure that all accounts for income due to the Authority are raised within five days on an official sales invoice which provides particulars of all charges to be made for work done, services rendered, or goods.
- 11.3 The Group Director of Finance and Resources shall be notified promptly of all money due to the Authority and of contracts, leases and other agreements and arrangements entered into which involve the receipt of money.
- 11.4 Any proposal to introduce charges or make changes to existing charges for the provision of services must be approved by the Group Director of Finance and Resources.
- 11.5 Any write off of unrecoverable debt should be in accordance with the write of criteria set by The Group Director of Finance and Resources.

12. Ordering of and Payments for Works Goods and Services

- 12.1 Wherever possible a purchase order is required for all purchases of goods and services and these must be raised within the Authority's financial system.
- 12.2 Officers must ensure that orders represent legitimate liabilities of the Authority, sufficient budgetary provision exists to cover the payment and expenditure is correctly coded.
- 12.3 All orders for goods and services must be made in accordance with the Authority's Contract Procedure Rules.
- 12.4 All purchase orders and payments must be approved as detailed in the Scheme of Delegation.
 - 1.1
- 12.5 Officers have the responsibility to ensure that payments are made within the terms of the contract and legislative requirements.

13. Insurance & Risk Management

- 13.1 The Group Director of Finance and Resources shall be responsible for ensuring that all insurable risks of the Authority are adequately covered, for maintaining the necessary records and for managing all claims on behalf of the Authority.
- 13.2 Officers shall notify the Group Director of Finance and Resources promptly of all risks, liabilities, properties or vehicles which are required to be insured, and of any alterations affecting risk or insurances indicating the amount of cover required.

- 13.3 Officers shall immediately notify the Group Director of Finance and Resources of any fire, loss, accident or other event that may give rise to a claim against the Authority's insurers.
- 13.4 Directors are responsible for ensuring that a register of significant risks is maintained, reported and monitored.

14. Internal Audit

- 14.1 The Group Director of Finance and Resources shall be responsible for maintaining an internal audit of all accounts and financial transactions of the Authority, and shall satisfy himself/herself as to security arrangements for the custody and safeguarding of the Authority's assets as laid down in any legislation applicable to the Authority and any relevant codes of practice adopted by the Authority.
- 14.2 The Group Director of Finance and Resources, or nominated individuals undertaking internal audit functions, shall have authority to all relevant records of any Service, and shall be entitled to require the production property and to obtain information or explanations with regard to any matters under examination.
- 14.3 Officers shall notify the Group Director of Finance and Resources immediately of any circumstances which may suggest the possibility of irregularity or loss affecting the Authority. Where the Group Director of Finance and Resources considers that an irregularity may have occurred, action shall be taken by way of an investigation and report.
- 14.4 Directors shall consider and respond promptly to recommendations in audit reports and ensure that any agreed actions arising from audit recommendations are implemented in a timely manner.

15. Arrangements with external Organisations

- 15.1 The Group Director of Finance and Resources must be consulted prior to the establishment of any financial arrangements as part of partnerships or joint arrangements with external companies, other public organisations and community and voluntary groups. No partnership or joint arrangements shall be entered into without the approval of the Authority.
- 15.2 Directors must confirm whether any arrangement requires the Authority to be designated an 'Accountable Body'. Where this is the case, the Group Director of Finance and Resources must be consulted and approval of the Authority

must be obtained prior to the arrangement becoming operational.

- 15.3 The financial arrangements of all partnerships where the Authority is the Accountable Body should meet the requirements of the Authority's Financial Procedure Rules and Contract Procedure Rules.
- 15.4 Officers shall ensure that loans are not made to third parties without the prior approval of the Group Director of Finance and Resources.
- 15.5 Directors must ensure that the accounting and monitoring arrangements to be adopted relating to partnerships and joint arrangements are in accordance with the requirements of the Finance Director.

Section 2 – CONTRACT PROCEDURE RULES

16. Introduction

- 16.1 Procurement is defined as ‘the process of acquiring works, supplies or services from third parties. The process spans the whole cycle from identification of needs, through to the end of a service contract or the end of the useful life of an asset. It involves options appraisal and the critical “make or buy” decision, which may result in the provision of services in-house in appropriate circumstances.”
- 16.2 Reference to the **Contract Procedure Rules** are the rules set out in section 2 of this Part 5 of the Construction
- 16.3 These Contract Procedure Rules cover the processes to be followed for all purchasing, licensing, leasing, contracting, commercial partnering or commissioning of works, supplies or services from third parties.
- 16.4 Good procurement depends on ensuring that requirements are reliably determined, appropriate sourcing strategies are developed and contracts are well managed. Failure to procure in this way can result in additional costs and put the achievement of the Combined Authority’s strategic priorities at risk.
- 16.5 These Contract Procedure Rules are intended to:
- secure the best value for the Combined Authority;
 - provide those involved in spending public money, with clear and transparent procedural requirements to complement existing professional skills, integrity and commitment and to protect Officers from legal challenge;
 - ensure fairness to those seeking to contract with the Combined Authority;
 - prevent fraud and corruption or the suspicion of it; and
 - ensure the Combined Authority operates within the law.

17. Interpretation and Definitions

- 17.1 In these Contract Procedure Rules the following words and expressions shall have the following meaning: -

“**Senior Officer**” refers to any responsible Senior Officer of the Combined Authority as detailed at Appendix VII of this Constitution or any Officer with

the appropriate delegated authority;

“Dynamic Purchasing System” or “DPS” means an agreement that allows purchasers to order supplies, services or works under the terms and conditions specified in the dynamic purchasing system. Additional third parties can apply to join the dynamic purchasing system at any time and shall be accepted onto the dynamic purchasing system if they meet selection criteria;

“Threshold” means the threshold prescribed in Regulation 5 of the Public Contracts Regulations 2015;

“Framework Agreement” means an agreement that allows purchasers to order supplies, services or works under the terms and conditions specified in the framework (i.e. it provides a mechanism for calling off orders as and when required;

“OJEU” means the Official Journal of the European Union;

“Procurement Regulations” applicable procurement rules set out in the Public Contract Regulations 2015, the Utilities Contracts Regulation 2016 and the Concessions Contracts Regulations 2016, each to the extent applicable);and

“Third Party” for the purposes of these Contract Procedure Rules means any economic operator, a works third party, a supplier, a services provider, a consultant, a firm, a company, a partnership or an individual.

17.2 Where the context so admits and requires, references to the masculine shall include all other genders, and references to the singular shall include the plural and vice versa.

17.3 For the avoidance of doubt, where any of these Contract Procurement Rules conflict with a statutory provision, the statutory provision shall prevail and these Contract Procedure Rules shall be construed accordingly.

17.4 Reference to statutes shall be deemed to include references to any Regulations made there under.

18. Scope of the Contract Procedure Rules

18.1 These Contract Procedure Rules apply to the procurement of all contracts for works, supplies or services. Such contracts are defined as any written agreement to provide works, supplies or services to a contracting authority in exchange for payment, or any other consideration whatever the nature.

19. Exempt Contracts

19.1 The following contracts are exempt from the requirements of these Contract Procedure Rules:

- employment contracts;
- contracts relating solely to disposal or acquisition of an interest in land; and
- contracts for legal advice or representation or medical advice, or other expert advice required in the context of actual or potential litigation which a Senior Officer considers it necessary to obtain.

20. Exceptions to the Contract Procedure Rules

20.1 No exception from any of these Contract Procedure Rules shall be made unless with the written approval of the Group Director of Finance and Resources except as provided in this Rule 20. The exception must be recorded on a Delegated Decision to Directly Award a Contract Form.

20.2 Where the procurement is below the relevant Threshold and Group Director of Finance and Resources consent has been obtained under Rule 20.1, subsequent rules need not be applied to the following categories of procurement:-

- Procurement by auction (excluding electronic reverse auctions);
- Procurement when, for technical or artistic reasons, or for reasons connected with the protection of exclusive rights, the contract may be awarded only to a particular third party;
- The execution of mandatory works and services by statutory undertakers;
- Urgency, when the time required to fully comply with these Contract Procedure Rules would be prejudicial to the Combined Authority's interests (but only if it is strictly necessary);
- Procurement of works, supplies or services needed to meet the requirements of individual contracts that are used for pilot projects; and
- Procurement of services where the contract length cannot reasonably be determined due to funding uncertainty and the contract is thus deemed temporary in nature.

In all the above cases, the exception is restricted to those elements of

these Contract Procedure Rules that could not reasonably be applied.

- 20.3 Where an officer wishes to apply any exception to these Contract Procedure Rules not listed in Rule 20.2, or the procurement is in excess of the Threshold, the prior written approval of the Monitoring Officer. must also be obtained, who should also sign the Delegated Decision to Directly Award a Contract Form.

21. Compliance

- 21.1 All procurement shall comply with:

- all applicable statutory provisions;
- the Procurement Regulations; and
- the Combined Authority's Constitution including these Contract Procurement Procedure Rules and the Scheme of Delegation.

- 21.2 A failure to comply with any of the provisions of these Contract Procedure Rules by any officer may amount to misconduct, which can result in disciplinary action being taken.

- 21.3 Officers are required to apply the highest standards of probity at all stages of a procurement process. Officers are reminded of their responsibilities in relation to gifts and hospitality and must comply with the applicable Code of Conduct as set out at Appendix VII of the Constitution.

- 21.4 Officers are responsible for ensuring that employees, agency workers, consultants and agents comply with these Contract Procedure Rules.

- 21.5 Officers must ensure that any local procedures produced within their services are fully compliant with these Contract Procedure Rules.

22. Responsibilities

Group Director of Finance and Resources

- 22.1 The Group Director of Finance and Resources has responsibility for the development and implementation of the Contract Procedure Rules and the Code of Practice on Local Authority Accounting in The United Kingdom 2019/20 (as updated from time to time).

Monitoring Officer

- 22.2 The Monitoring Officer is responsible for advising on the lawfulness of any decisions taken in respect of the Combined Authority's procurement activities.

Officers

- 22.3 All officers are responsible for:

- (a) the lawfulness of service specific procurement including the consideration of framework agreements and the development of specifications in accordance with these Contract Procedure Rules. In doing so they shall have regard to any advice provided by the Group Director of Finance and Resources and Monitoring Officer;
- (b) commissioning services (i.e. drawing down services within the conditions of a contract);
- (c) contract management procedures including placing purchase orders in line with the Accounting Instructions;
- (d) maintaining within their Scheme of Delegation a list of those officers who are empowered to undertake procurement;
- (e) ensuring that all those officers delegated to undertake procurement are suitably qualified or experienced;
- (f) ensuring that where consultants or agency staff are undertaking procurement on their behalf that they make them aware of the requirements of Contract Procedure Rules and ensure their compliance;
- (g) keeping complete records of all procurements;
- (h) ensuring compliance with the adopted process for major procurements (i.e. the procedure for procurements equal to or in excess of the relevant threshold);
- (i) having due regard to Combined Authority policies on social value in undertaking procurement activities;
- (j) ensuring the corporate contract register is kept up to date; and
- (k) keeping all services / activities under review, having regard to ongoing viability, national and local benchmarking data and intelligence from 'soft' market testing, and assessing whether other methods of service delivery should be considered, and if appropriate, implemented.

Authority to Procure

- 22.4 Any procurement carried out on behalf of the Combined Authority may only be undertaken by officers with the appropriate approval via signature of a Contract Justification Form (where the procurement exceeds £5k) or the relevant Purchase Order Requisition Form (where under £5k).

Personal Responsibilities

- 22.5 Any officer undertaking procurement (i.e. contracting for works, supplies or services) should inform themselves of the Combined Authority's *requirements* under these Contract Procedure Rules. If an officer is in any doubt as to their obligations, then they must seek advice from the Group Director of Finance and Resources or Monitoring Officer as appropriate.
- 22.6 Officers should not undertake procurement unless they have the necessary knowledge and skills to do so. All officers must declare to their line manager any interest, which could, or be seen to, influence their judgement in any procurement or contract matters.
- 22.7 All officers must report to their line manager, or any Senior Officer, any impropriety, breach of procedure or serious deficiency in procurement practices. Employees are able to do this without fear of recrimination providing they act in good faith via the Combined Authority's Whistle blowing Policy. In such circumstances nominated Officers must record and investigate such reports and take appropriate action, including referral to the Group Director of Finance and Resources in more serious cases.

23. Collaborative or joint procurement arrangements

- 23.1 Where the Combined Authority acts as the lead or host authority in any collaborative or joint procurement or through a partnership arrangement these Contract Procedure Rules will apply taking into account the aggregated value of the collaborative or joint procurement arrangements, unless otherwise agreed by Combined Authority Cabinet.
- 23.2 Where the Combined Authority decides that a third party will undertake procurement on its behalf, the Senior Officer shall ensure that the procurement process followed is comparable to that set out in these Contract Procedure Rules.
- 23.3 The Monitoring Officer shall approve the governance of any collaborative or joint procurement arrangement prior to it being entered into.

24. Steps Prior to Advertising

24.1 Before advertising any procurement, the Officer responsible must:

- (a) establish a business case for the procurement;
- (b) consider the most appropriate means of satisfying the requirement;
- (c) where appropriate, conduct market consultations with a view to preparing the specification and informing third parties of their plans and requirements (ensuring that information and advice received is used only in the planning and conduct of the quotation or tender procedure and does not have the effect of distorting competition or breach the principles of non-discrimination and transparency);
- (d) ensure that no alternative procurement arrangements are in place;
- (e) ensure the course of action chosen represents value for money to the Combined Authority;
- (f) consider how what is to be procured may improve social, environmental and economic wellbeing of Tees Valley, how they might secure any such improvement and to consider the need to consult in accordance with the Public Services (Social Value) Act 2012. Such improvements may include, for example, the use of apprenticeships, or encouraging the use of the local supply chain;
- (g) where applicable consult with users of the service;
- (h) ensure that the budget holder responsible for the contract has sufficient funds in place to maintain the contract;
- (i) establish a clear written specification for the procurement requirement;
- (j) establish written evaluation criteria for the procurement;
- (k) identify whether the Transfer of Undertaking (Protection of Employment) Regulations (TUPE) apply in order that these issues are managed correctly in accordance with the procedures where any employee either of the Combined Authority or of a Third Party may be affected by the procurement;
- (l) assess the risks associated with the procurement; and
- (m) complete a Contract Justification Form and ensure it is signed off by the Group Director of Finance and Resources and the relevant Senior Officer

(where the procurement exceeds £5k) or the relevant Purchase Order Requisition Form (where under £5k).

25. Estimating Contract Values / Aggregation

- 25.1 Where there is a reference to the value of any contract or transaction, it shall mean its total estimated value net of VAT over the entire term of the contract, including all options, permitted extensions and variations.
- 25.2 Senior Officers shall have regard to the optimum packaging of works, supplies or services, particularly works, supplies or services of a similar nature, which are likely to be required in the following twelve months to achieve value for money.
- 25.3 A proposed contract must not be divided into separate lower value contracts or multiple orders placed to avoid the full application of these Contract Procedure Rules, which would otherwise apply.

26. Choice of Procedure, Thresholds and Advertising Requirements

Contract Value	Procurement Process	Contract Opportunity Advertising	
		OJEU	Contract Finder
Less than £15,000	See Rule 12	No	No
£15,001 to OJEU Supplies & Services Threshold	See Rule 13	No	Yes, if the opportunity is opened up for all to bid. No, if the opportunity is restricted to those invited only.
Over the Threshold	See Rule 14	Yes (unless call off)	Yes within 24 hours of publishing on OJEU (unless call off)
Current Thresholds: -, <ul style="list-style-type: none"> • £189,330 for Supplies and Services • £663,540 for Services subject to the Light Tough Regime; and • £4,733,252 for Works. 			

27. Procurement under £15k

- 27.1 An officer may procure works, supplies or services up to a value of less than £15,000 providing that they can objectively demonstrate value for money by some means and they have considered the use of competition. This could be done by way of an existing Framework Agreements or Dynamic Purchasing Systems where appropriate. Alternatively, an informal high level quotation process by telephone or email could be conducted, specifying our brief requirements.

28. Procurement over £15k and Under EU Threshold

- 28.1 For procurement over £15,000, an officer may use an existing Framework Agreement or Dynamic Purchasing System let by the Combined Authority or other Third Party that covers the scope of the procurement where available and offer value for money.
- 28.2 If Rule 28.1 does not apply, an Officer must as a minimum invite at least four written relevant quotations from suitable Third Parties. Third Parties located within the Tees Valley area should be identified to the extent possible, and if four suitable Third Parties cannot be located within the Tees Valley area, the Officer may invite third parties from outside of the area to take part in the quotation procedure.
- 28.3 The Combined Authority's standard Invitation to Submit a Quotation template shall be used to invite quotations unless otherwise agreed by the Monitoring Officer.

29. Procurement over Threshold

- 29.1 For procurement over the relevant Threshold, an officer may use an existing Framework Agreement or Dynamic Purchasing System let by the Combined Authority or other Third Party that cover the scope of the procurement where they are available and offer value for money.
- 29.2 If Rule 29.1 does not apply, an Officer may run one of the tender processes set out below for non-complex procurements: -

Tender Process	Key Features	When Appropriate
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Open Procedure	<ul style="list-style-type: none"> • Open to all interested persons to tender for the contract. • Tender documentation shall be sent to all persons who apply prior to the tender closing date. 	<ul style="list-style-type: none"> • For non-complex goods, works or services • Best used in a limited market (i.e. when there is no risk of being inundated by the number of tenders submitted)
Restricted Procedure	<ul style="list-style-type: none"> • Only persons pre-qualified by the Combined Authority may submit tenders for the contract • Officers should select not less than five companies or individuals to be invited to tender. 	<ul style="list-style-type: none"> • For contracts for non-complex goods, works or services which do not require dialogue or negotiation

Light Touch Regime

- 29.3 When procuring services subject to the light touch regime (as listed in Schedule 3 of the EU Regulations), Senior Officers shall use the open or restricted tender procedure above, or shall develop a bespoke procedure in consultation with the Group Director of Finance and Resources and the Monitoring Officer.

Framework and Dynamic Purchasing Systems let by the Combined Authority

- 29.4 When establishing a new Framework Agreements or DPS, the contract opportunity shall be tendered using the open or restricted tender procedure above (unless otherwise agreed with the Monitoring Officer).

Complex Procurement

- 29.5 A Senior Officer may run one of the tender process set out below for complex procurements with authority from the Monitoring Officer and the Group Director of Finance and Resources: -

Tender Process	Key Features
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Competitive Dialogue Procedure	<ul style="list-style-type: none"> • Only persons pre-qualified by the Combined Authority may participate in dialogue with the Combined Authority. • Dialogue conducted with the aim of developing one or more suitable alternative solutions capable of meeting its requirements.
Competitive Procedure with Negotiation	<ul style="list-style-type: none"> • Only persons pre-qualified by the Combined Authority may participate in negotiation with the Combined Authority. • The terms of the contract required are negotiated through the procedure.
Innovation Partnership	<ul style="list-style-type: none"> • A dialogue with one or more third parties with the aim of developing one or more suitable alternative solutions capable of meeting its requirements for both the development and subsequent purchase of a product/ service not already available on the market.

30. Commencing a Tender Process – Pre-Qualification or Selection

- 30.1 For procurement in excess of the relevant Thresholds, the Crown Commercial Services (**CCS**) Standard Selection Questionnaire (“**SSQ**”) must be provided to all third parties requesting to participate, which shall be used to determine the third party’s eligibility, financial standing and technical capacity.
- 30.2 The Combined Authority shall treat as ineligible and shall not select any third party who has been convicted of any of the offences set out in Regulation 57 of the Public Contracts Regulations 2015.
- 30.3 In all tender procedures (other than the open tender procedure), a Senior Officer shall only agree to the selection of a third party to be invited to tender once he is objectively satisfied as to the third party’s:
- (a) eligibility;
 - (b) suitability to pursue a professional activity;
 - (c) economic and financial standing; and
 - (d) technical or professional ability.
- 30.4 Any selection or pre-qualification criteria must be clearly highlighted as part of the tender documentation.

31. Invitation to Tender

31.1 An Invitation to Tender (or Participate in Dialogue, Negotiation or Innovation Partnership) shall be issued to third parties who have prequalified or selected to take part (or to all who express interest when using the Open tender procedure) and shall include details of the Combined Authority's requirements for the particular contract including:

- (a) a description of the works, supplies or services;
- (b) the rules and instructions for submitting of tenders including the tender return date and time;
- (c) a specification/ brief;
- (d) a statement as to whether any variants to the specification are permissible;
- (e) the Combined Authority's standard terms and conditions applicable to the contract;
- (f) a statement as to whether the tender will be evaluated by lowest price or Most Economically Advantageous Tender (MEAT);
- (g) for tenders evaluated by MEAT, the evaluation criteria including applicable weightings and or sub-criteria;
- (h) pricing schedule and instructions for completion;
- (i) instructions for the completion and content of any method statement;
- (j) the period which the Combined Authority requires that the tender offer shall remain open;
- (k) a statement that the Combined Authority does not bind itself to accept the lowest or any tender;
- (l) the Combined Authority's requirements in respect of insurance and indemnity;
- (m) a statement that no tender will be considered unless it complies with the requirements set out in the Invitation to Tender; and
- (n) a statement setting out how the Freedom of Information Act will apply to the tender.

- 31.2 All tenders shall be issued on the Combined Authority's standard tender documentation.
- 32. Submission of Tenders, Quotations, Framework or Dynamic Purchasing System Bids**
- 32.1 Tenders, Quotations, Framework or Dynamic Purchasing System Bids shall comply and be submitted in accordance with the rules and instructions set out in either the respective Invitation to Tender, Invitation to Submit a Quotation or Invitation to bid.
- 32.2 The Combined Authority's procurement is conducted by electronic means. Invitation to Submit a Quotation and Invitation to Tender documents must be transmitted by electronic means using the Combined Authority's e-procurement system.
- 32.3 Electronic Tenders submitted are kept in a separate secure system which is not opened until the relevant deadline has passed for receipt of Tenders.
- 32.4 Use of the Combined Authority's e-procurement system ensures:-
- that tenders and quotations will only be available for the submission up to the stated time and date; and
 - the date and time of each Tender or Quotation received will be fully auditable and automatically recorded.
- 32.5 No tenders received after the specified date and time for their receipt shall be considered. The only exception to this is where the electronic system has experienced technical difficulties and the Combined Authority is made aware of the difficulty prior to the relevant deadline.
- 33. Amending Tenders, Quotations, Framework or Dynamic Purchasing System Bids and Errors**
- 33.1 Where a tenderer identifies an error in their tender after submission but before the closing date for receipt of tenders, they may submit a correction in accordance with the rules applicable to the submission of tenders generally.
- 33.2 Genuine arithmetical error(s) may be amended with the consent of the tenderer.
- 33.3 Correction of any other tender error(s) shall be made at the discretion of the Monitoring Officer.

34. Evaluation of Tenders, Quotations, Framework or Dynamic Purchasing System Bids

- 34.1 Evaluation criteria shall be determined in advance of the Quotation or Tender being invited and shall be clearly set out in the Invitation to Tender or Invitation to Submit a Quotation.
- 34.2 The criteria must be forward looking (that is, it must not be concerned with the tenderer's skills and experience to perform the contract which should have been established at selection stage) and must be strictly observed (and remain unchanged) at all times throughout the procurement procedure.

35. Negotiations and Supplementary Information

- 35.1 The Combined Authority may require a third party to provide information supplementing the information provided in their quotation, tender, framework bid or dynamic purchasing system bid.
- 35.2 The Combined Authority may require a third party to clarify information relating to their eligibility, economic and financial standing or technical or professional ability or information included in their tender or quotation, provided this does not discriminate either in favour or against the third party.
- 35.3 No negotiation with candidates or tenderers on fundamental aspects of contracts or variations is permitted when using the open or restricted tender procedure where this is likely to distort competition (in particular on prices).

36. Acceptance of Tenders, Quotations, Framework or Dynamic Purchasing System Bids

- 36.1 Once the evaluation process has been conducted and the Quotation or Tender which is the most economically advantageous to the Combined Authority, or which offers the lowest price, has been identified, the appropriate Senior Officer must carry out the following steps prior to awarding the contract: -
 - a) be satisfied that there is sufficient provision in the relevant revenue or capital budget and consult with the Group Director of Finance and Resources;
 - b) complete a Delegated Decision Authorising Award of Contract Form;
 - c) sign the completed Form and have it signed by the Group Director of Finance and Resources. Contracts over the ~~EU~~ Threshold will also require approval by the relevant Portfolio Holder; and

- d) observe the standstill period (if any) in accordance with Rule 23.

37. Standstill Period

- 37.1 In respect of a contract subject to the Procurement Regulations, as soon as possible after the decision has been made to award a contract, the Chief Officer shall give notice to any third party which submitted an offer or applied to tender, of the decision to award.
- 37.2 The notice referred to in section 23.1 shall include:
- the criteria for the award of the contract;
 - the reasons for the decision, including the characteristics and relative advantages of the successful tender;
 - where practicable the score obtained by the third party which is to receive the notice; and the score obtained by the third party to be awarded the contract;
 - the name of the third party to be awarded the contract.
- 37.3 The Senior Officer shall allow a period of at least 10 full calendar days to elapse between the date of despatch of the notice referred to in section 23.1 and the date on which he proposes to enter into the contract during which time an unsuccessful third party may raise legitimate challenges to the intended award.
- 37.4 The Monitoring Officer or the Group Director of Finance and Resources may suspend completion of the contract for additional examination if justified by requests or comments made by unsuccessful third parties during the standstill period or as a consequence of any other relevant information that is received during that period.

38. Contract Award Notice

- 38.1 In respect of a contract awarded falling within the thresholds in the table below, a Contract Award Notice shall be published by the Group Director of Finance and Resources on Find a Tender or Contracts Finder. It is the responsibility of all Officers to ensure that the Group Director of Finance and Resources is promptly notified in order that this can occur.

Contract Value	Contract Award Notice	
	OJEU	Contracts Finder
£25,000 to Threshold	No	Yes within reasonable time after decision published, including where contract is a call off
Over the Threshold	Yes within 30 days of award No for call off	Yes within reasonable time after on Find a Tender or Contract Finder, including where contract is a call off

39. Contract Terms and Conditions

- 39.1 All contracts and orders shall be in writing or in an approved electronic format, in a form to be approved by the Monitoring Officer. The Monitoring Officer shall determine whether the Combined Authority's General Conditions of Contract are applicable to a procurement and may decide that they must be used.
- 39.2 Letters of Intent and or Interim Agreements may only be used in exceptional circumstances and written authorisation must first be obtained from the Monitoring Officer. Where a Letter of Intent or Interim Agreement is used and where the terms and conditions of any contract are not fully agreed then no Contractor shall be allowed to commence delivery of goods, works or services until an adequate risk assessment has been carried out by the relevant Senior Officer as to the possible implications to the Combined Authority by the Contractor being allowed to commence work before the contract has been finalised.

40. Anti-Bribery and Anti-Corruption

- 40.1 Every written contract shall include a clause (approved by the Monitoring Officer) which gives the Combined Authority the right to immediately terminate the contract if the contractor, or any of its employees or agents, commits an offence under the Bribery Act 2010.

41. Prohibition against Assignment or Novation

- 41.1 Every written contract shall include a clause (approved by the Monitoring Officer) prohibiting the third party from transferring, assigning sub-letting or novating directly or indirectly, to any person or persons, either the whole or any portion of the contract without the express written permission of the Combined Authority. This prohibition shall not apply to sub-letting which may

be customary to the trade concerned.

- 41.2 The relevant Senior Officer, Group Director of Finance and Resources and the Monitoring shall be consulted and their views taken into account before any permission to assign is given.

42. Termination

- 42.1 In respect of a contract subject to the Procurement Regulations, every written contract shall include a clause (approved by the Monitoring Officer) that requires provisions to enable contract terminations where:
- 42.2 The contract has been subject to substantial modification which would have required a new tender in accordance with the Procurement Regulations.
- 42.3 The contractor has, at the time of contract award, been in one of the situations described in regulation 57 (1) or (2) (the mandatory exclusion grounds) of the Public Contract Regulations 2015 and should have been excluded.
- 42.4 The contractor should not have been awarded the contract in view of serious infringement of the obligations under the Procurement Regulations.

43. Payment of undisputed invoices

- 43.1 Every written contract shall include a clause (approved by the Monitoring Officer) that requires any payment due to a third party under the contract is made no later than the end of a period 30 days from the date on which the relevant invoice is regarded as valid and undisputed.
- 43.2 The contract shall also include a clause (approved by the Monitoring Officer) containing suitable provisions to impose similar obligations as between the contractor and subcontractor and so on down the supply chain.

44. Keeping Written Records of Tenders and Tenders for the establishment of Framework Agreements or Dynamic Purchasing Systems (over the relevant Threshold)

- 44.1 Each Senior Officer must keep a written record of:
- (a) the name and address of the Combined Authority, the subject-matter and value of the contract, framework agreement or dynamic purchasing system;
 - (b) where applicable, the results of the pre-qualification or selection and reduction of numbers, namely: —

- (i.) the names of the selected candidates or tenderers and the reasons for their selection;
 - (ii.) the names of the rejected candidates or tenderers and the reasons for their rejection;
- (c) the reasons for the rejection of tenders found to be abnormally low;
- (d) the name of the successful tenderer and the reasons why its tender was selected and where known—
- (i.) the share (if any) of the contract or framework agreement which the successful tenderer intends to subcontract to third parties, and
 - (ii.) the names of the main contractor's subcontractors (if any);
- (e) for competitive procedures with negotiation and competitive dialogues, the circumstances which justify the use of those procedures;
- (f) for negotiated procedures without prior publication, the circumstances which justify the use of this procedure;
- (g) where applicable, the reasons why the contracting Combined Authority has decided not to award a contract or framework agreement or to establish a dynamic purchasing system;
- (h) where applicable, the reasons why means of communication other than electronic means have been used for the submission of tenders;
- (i) where applicable, conflicts of interests detected and subsequent measures taken.

45. Documentation of Progress and Decisions

- 45.1 Each Senior Officer must ensure each stage of the procurement process is adequately documented to include:
- (a) communications with third parties and internal deliberations
 - (b) preparation of the procurement documents
 - (c) dialogue or negotiation if any
 - (d) selection and award of contract.
- 45.2 The documentation shall be kept for a period of 3 years from the date of award of contract.

46. Contracts Register

- 46.1 A Contracts Register will be held by the Group Director of Finance and Resources. Senior Officers should ensure this register is updated for all contracts.

47. Contract / Performance Monitoring

- 47.1 During the term of a contract, the applicable Senior Officer shall undertake monitoring and evaluation to include the following items:
- (a) performance;
 - (b) compliance with specification and contract;
 - (c) cost;
 - (d) user satisfaction; and
 - (e) risk management.

48. Nominated Contractors and Sub-Contractors

- 48.1 The provisions of these Contract Procedure Rules where appropriate shall apply where a sub-contractor or contractor is to be nominated to a main contractor.
- 48.2 The Senior Officer concerned shall have Combined Authority to accept a tender submitted in respect of a nominated subcontractor provided that the tender is the lowest or the most economically advantageous received and does not exceed the amount provided for the sub-contract work concerned in the main contract and is satisfactory in all other respects.

49. Contracts Extensions

- 49.1 A contract may be extended before the expiry date where the extension is made in accordance with any option to extend set out in the original contract with the approval of the applicable Senior Officer, the Group Director of Finance and Resources and the Monitoring Officer.
- 49.2 Where the contract terms do not include any express option to extend, any decision to vary the contract in order to extend must be undertaken in accordance with Rule 5 prior to the variation being agreed.
- 49.3 Where the contract is extended; -
- (a) the Contract Register must be updated; and
 - (b) the Monitoring Officer must be instructed to issue the extension documentation.

50. Contract Variations

- 50.1 All contract variations must be carried out within the scope of the original Contract. Contract variations that materially affect or change the scope of the original Contract are not allowed, unless authorised in accordance with 50.2
- 50.2 Any variation or series of variations increasing the scope of a contract must be authorised by the Monitoring Officer and the Group Director of Finance and Resources prior to the services, works or supplies being ordered
- 50.3 All contract variations must be in writing and signed by both the Combined Authority and the Contractor except where different provisions as to the making of variations are prescribed within the Contract terms
- 50.4 Where the contract is varied; -
 - (a) the Contract Register must be updated; and
 - (b) the Monitoring Officer must be instructed to issue the contract variation.

51. Termination

- 51.1 Where a Senior Officer wishes to terminate a contract early he may do so only after consulting with the Group Director of Finance and Resources and Monitoring Officer as to the financial and legal impact of the termination.

52. Breaches of Contract Procedure Rules

- 52.1 In the event of a significant breach of these rules, the circumstances and details shall be referred to the Group Director of Finance and Resources for investigation.

APPENDICES TO THE CONSTITUTION OF THE TEES VALLEY COMBINED AUTHORITY

Appendix I:	Code of Conduct for Members
Preamble	
Section 1:	Code of Conduct for Members
Section 2:	Code of Conduct for Officers
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Appendix I

CODE OF CONDUCT

Preamble - For Information Only

General Principles of Conduct

The principles of public life apply to anyone who works as a public office-holder. This includes all those who are elected or appointed to public office, nationally and locally, and all people appointed to work in the civil service, local government, the police, courts and probation services, NDPBs, and in the health, education, social and care services. All public office-holders are both servants of the public and stewards of public resources. The principles also have application to all those in other sectors delivering public services.

Selflessness

Holders of public office should act solely in terms of the public interest.

Honesty and Integrity

Holders of public office should be truthful and should avoid placing themselves under any obligation to people or organisations that might try inappropriately to influence them in their work. They should not act or take decisions in order to gain financial or other material benefits for themselves, their family or their friends. They must declare and resolve any interests and relationships.

Objectivity

Holders of public office must act and take decisions impartially, fairly on merit, using best evidence and without discrimination or bias.

Accountability

Holders of public office are accountable to the public for their decisions and actions and must submit themselves to the scrutiny necessary to ensure this.

Openness

Holders of public office should act and take decisions in an open and transparent manner. Information should not be withheld from the public unless there are clear and lawful reasons for so doing.

Personal Judgement

Members may take account of the views of others, including their political groups, but should reach their own conclusions on the issues before them and act in accordance with those conclusions.

Respect for Others

Members should promote equality by not discriminating unlawfully against any person, and by treating people with respect, regardless of their race, age, religion, gender, sexual orientation or disability. They should respect the impartiality and integrity of the authority's statutory officers and its other employees.

Duty to Uphold the Law

Members should uphold the law and, on all occasions, act in accordance with the trust that the public is entitled to place in them.

Stewardship

Members should do whatever they are able to do to ensure that their authorities use their resources prudently and in accordance with the law.

Leadership

Holders of public office should exhibit these principles in their own behaviour. They should actively promote and robustly support the principles and be willing to change poor behaviour wherever it occurs.

NOTE: THIS PREAMBLE AND THE GENERAL PRINCIPLES OF CONDUCT SPECIFIED WITHIN IT ARE FOR INFORMATION ONLY, AND THEY DO NOT FORM A PART OF THE COMBINED AUTHORITY'S CODE FOR ENFORCEMENT PURPOSES.

Section 1: Members' Code of Conduct

TEES VALLEY COMBINED AUTHORITY CODE OF CONDUCT FOR MEMBERS

Part 1: General Provisions

Introduction and Interpretation

1. (1) This Code applies to **you** as a member of the Combined Authority when you are acting in that capacity.
- (2) This Code is based upon and is intended to be consistent with the General Principles of Conduct specified in the preamble.
- (3) It is your responsibility to comply with the provisions of this Code.
- (4) This Code does not cover matters in respect of which the Secretary of State may under the Act specifically provide that criminal sanctions will apply.

Interpretation

2. (1) In this Code:

the “**Act**”

means the Localism Act 2011

“meeting”

means any meeting of

(a) the Combined Authority or the Combined Authority Cabinet;

(b) any of the Combined Authority's, or the Cabinet's committees, sub-committees, joint committees, or joint sub-committees

member

includes the Mayor, elected and co-opted members, Substitute Members and Associate Members

General Conduct

3. (1) You must treat others with respect.
- (2) You must not do anything which may cause the Combined Authority to breach any of the equality enactments (as defined in Section 33 of the Equality Act 2006).
- (3) You must not bully any person and you must not intimidate or attempt to intimidate any person who is involved in any complaint about any alleged breach of this Code.
- (4) You must not do anything which compromises or is likely to compromise the impartiality of anyone who works for or on behalf of the Combined Authority.
- (5) You must not conduct yourself in a manner which could reasonably be regarded as bringing the Combined Authority, or your office as a member of the Combined Authority, into disrepute.
- (6) You must not use or attempt to use your position as a member improperly to confer on or secure for yourself or any other person any advantage or disadvantage.
4. When using or authorising the use by others of the resources of the Combined Authority:-
 - (1) You must act in accordance with the Combined Authority's reasonable requirements.
 - (2) You must ensure that such resources are not used improperly for political purposes (including party political purposes); and
 - (3) You must have regard to the Combined Authority's Transparency Code.
5. You must not prevent, or attempt to prevent, another person from gaining access to information to which they are entitled by law.
6. You must not disclose information which is given to you in confidence, or information acquired by you which you believe, or ought reasonably to be aware, is of a confidential nature, unless:-
 - (a) You have the consent of a person authorised to give it; or

- (b) You are required by law to do so; or
 - (c) The disclosure is made to a third party for the purpose of obtaining professional legal advice, provided that the third party agrees not to disclose the information to any other person; or
 - (d) The disclosure is reasonable, in the public interest, made in good faith, and made in compliance with the reasonable requirements of the Combined Authority.
7. Where you have been involved in the making of any decision or the taking of any action by the Combined Authority Cabinet, or by any of Combined Authority's or the Cabinet's committees or sub-committees, joint committees, joint sub- committees or the Tees Valley Business Board, which is subsequently subject to scrutiny by the Combined Authority's Overview and Scrutiny Committee, you must not take part in that scrutiny process other than for the purpose of answering questions or giving evidence relating to the business.
8. When making decisions on any matter you must have regard to any relevant advice provided to you by:
- (a) the Combined Authority Group Chief Executive; or
 - (b) the Combined Authority Group Director of Finance and Resources; or
 - (c) the Combined Authority Monitoring Officer,
- where that officer is acting pursuant to his or her statutory duties.
9. You must give reasons for all decisions in accordance with any statutory requirements and any reasonable additional requirements imposed by the Combined Authority.

Part 2: Interests

Registration of Members' Interests

10. Subject to paragraph 12, you must register in Combined Authority's register of members' interests ("Register") information about your personal interests. For the purposes of paragraphs 9 to 15 inclusively 'your personal interests' or 'personal interest' means:-
- (a) any 'disclosable pecuniary interest' (as specified at the Appendix to

this Code or as defined by any statutory provisions in force from time to time under the Act) which you know about and which is held by

- you, or
- your spouse or civil partner, a person with whom you are living as husband and wife, or a person with whom you are living as if you are civil partners; and

(b) any other interests held by you as set out in paragraph 11.

11. You must register information about your personal interests by giving written notice to the monitoring officer, who maintains the Register, within 28 days of:-

- this Code being adopted by the Combined Authority;
- your election or appointment as a member of the Combined Authority; and of
- becoming aware of any new interest or change to any registered interest.

12. You have a personal interest in any business of the Combined Authority and for the purposes of paragraph 9(b) where either it relates to or is likely to affect:-

(a) any body of which you are a member (or in a position of general control or management) and to which you are appointed or nominated by the Combined Authority;

(b) any body which:-

- (i) exercises functions of a public nature or
- (ii) is directed to charitable purposes or
- (iii) one of whose principal purposes includes the influence of public opinion or policy (including any political party or trade union) of which you are a member (or in a position of general control or management).

Sensitive Information

13. Where you think that disclosure of the details of any of your personal interests could lead to you, or a person connected with you, being subject to violence or intimidation, you may inform the monitoring officer; and if the monitoring officer agrees, a note will be made in the Register to the effect that you have a personal interest, details of which are withheld under Section 32 of the Act.

Declaration of Interests

14. Where you attend a meeting and you are, or ought reasonably to be, aware that any of your personal interests are relevant to an item of business which is being considered, then you must disclose to that meeting the existence and nature of that interest at the start of the consideration of that item of business, or when the interest becomes apparent, if later.
15. Where you have a personal interest in any business of the Combined Authority which relates to or is likely to affect a body of a type described in paragraph 11(a) and 11(b)(i), you need only disclose to the meeting the existence and nature of that interest when you address the meeting on that business.
16. Where you have a personal interest but, by virtue of paragraph 12, sensitive information relating to it is not registered in the Register, you must indicate to the meeting that you have a personal interest, but you need not disclose the sensitive information to the meeting.
17. Where you attend a meeting, and you are, or ought reasonably to be aware that a decision in relation to any item of business which is to be transacted might reasonably be regarded as affecting your well-being or financial position, or the well-being or financial position of a person described in paragraph 17, to a greater extent than most of the inhabitants of the area affected by the decision, then you must disclose to that meeting the existence and nature of that interest at the start of that item of business, or when the interest becomes apparent, if later.
18. The persons referred to in paragraph 16 are:-
- (a) a member of your family;
 - (b) any person with whom you have a close association;
 - (c) in relation to persons described in (a) and (b), their employer, any firm in which they are a partner, or a company of which they are a

director;

(d) any person or body in whom persons described in (a) and (b) have a beneficial interest in a class of securities exceeding the nominal value of £25,000; or

(e) any body of a type described in paragraph 12 (a) and (b).

Non participation

19. Where you have a personal interest of the type described in paragraph 16 in any business of the Combined Authority, and the interest is one which a member of the public with knowledge of the relevant facts would reasonably regard as so significant that it is likely to prejudice your judgement of the public interest and the business:-

(a) affects your financial position or the financial position of a person or body described in paragraph 17(a) to (e) inclusively; or

(b) relates to the determining of any approval, consent, licence, permission or registration in relation to you or any person or body referred to in the preceding sub-paragraph (a),

then subject to paragraphs 19 and 20:-

(c) you may not participate in any discussion of the matter at the meeting;

(d) you may not participate in any vote taken on the matter at the meeting;

(e) if the interest is not registered, you must disclose the interest to the meeting; and

(f) if the interest is not registered and is not the subject of a pending notification, you must notify the Monitoring Officer of the interest within 28 days.

20. Where you have an interest of the type described in paragraph 18 in any business of the Combined Authority, you may attend the meeting and make representations, answer questions or give evidence relating to that business before the business is considered and voted upon, provided the public are also allowed to attend the meeting for the same purpose, whether under a statutory right or otherwise.

Disclosable Pecuniary Interests

21. In addition to the requirements of the Act regarding the registration and declaration of a disclosable pecuniary interest, you must also comply with the statutory requirements relating to withdrawal from participating in any discussion or voting on any matter in which you have a disclosable pecuniary interest.

Gifts and Hospitality

22. All offers of gifts or hospitality should be treated with caution. Where a gift or hospitality could be perceived as an inducement or reward for performing Combined Authority business, or where acceptance of the gift or hospitality could be open to misinterpretation, Members should tactfully but firmly refuse the offer.
- (2) Gifts of a promotional nature, e.g. calendars, diaries and pens which are of a low monetary value i.e. less than £25 may be accepted.
 - (3) All offers of gifts and hospitality of £25 or more in value, including any offers of sponsorship for training or development, whether or not they are accepted, must be recorded promptly (and no later than 28 days from the date of the offer) in a register held by the relevant nominated officer. Records for Cabinet members will be published on the Combined Authority website.
 - (4) It is a criminal offence under the Bribery Act 2010 to accept a bribe or to bribe another person. The offence of being bribed will occur where a Member agrees to receive or accepts an advantage (for their own or another's benefit and whether or not he or she actually receives it), in order to carry out the improper performance of a Combined Authority function, or where the advantage may be a reward for already having performed the function improperly.
 - (5) The offence of bribing another person occurs where a Member offers, promises or gives a financial or other advantage to another person, with the intention that this will induce that person to improperly perform a function or activity, or in order to reward that person for the improper performance of such a function or activity.
 - (6) Guidance on the Bribery Act indicates that bona fide hospitality and promotional, or other business expenditure which seeks to improve the image of a commercial organisation, better to present products and services, or to establish cordial relations, is recognised as an established and important part of doing business and it is not the intention of the Act to criminalise such behaviour.

- (7) If Members are in any doubt about the acceptance of a gift or hospitality, they should inform the Monitoring Officer in advance (where feasible) and seek advice. Where an employee receives an unsolicited gift or believes that a person is otherwise attempting to influence him or her, the Monitoring Officer should be informed immediately.

Requirement to leave a meeting room

23. You must comply with any procedural rule or standing order adopted by the Combined Authority which requires a member to leave the room during any meeting at which a matter in which they have a disclosable pecuniary interest is being discussed.

APPENDIX

Disclosable Pecuniary Interests

The duties to register, disclose and not to participate in respect of any matter in which a member has a disclosable pecuniary interest are set out in Chapter 7 of the Localism Act 2011.

Disclosable pecuniary interests are defined in the Relevant Authorities (Disclosable Pecuniary Interests) Regulations 2012 (SI 2012 No. 1464) as follows:-

Interest	Prescribed Description
Employment, office, trade, profession or vocation	Any employment, office, trade, profession or vocation carried on for profit or gain
Sponsorship	Any payment or provision of any other financial benefit (other than from the relevant authority) made or provided within the relevant period in respect of any expenses incurred by M in carrying out duties as a member, or towards the election expenses of M. This includes any payment or financial benefits from a trade union within the meaning of the Trade Union and Labour Relations (Consolidation) Act 1992).
Contracts	<p>Any contract which is made between the relevant person (or a body in which the relevant person has a beneficial interest) and the relevant authority:</p> <p>(a) under which goods or services are to be provided or works are to be executed; and</p> <p>(b) which has not been fully discharged</p>
Land	Any beneficial interest in land which is within the area of the relevant authority
Licences	Any licence (alone or jointly with others) to occupy land in the area of the relevant authority for a month or longer
Corporate tenancies	Any tenancy where (to M's knowledge):-

(a) the landlord is the relevant authority; and

(b) the tenant is a body in which the relevant person has a beneficial interest

Securities

Any beneficial interest in securities of a body where:

(c) that body (to M's knowledge) has a place of business or land in the area of the relevant authority; and

(d) either –

a. the total nominal value of the securities exceeds £25,000 or one hundredth of the total issued share capital of that body; or

b. if the share capital of that body is of more than one class, the total nominal value of the shares of any one class in which the relevant person has a beneficial interest exceeds one hundredth of the total issued share capital of that class.

For these purposes:

“the **Act**” means the Localism Act 2011;

“**body** in which the relevant person has a beneficial interest” means a firm in which the relevant person is a partner or a body corporate of which the relevant person is a director, or in the securities of which the relevant person has a beneficial interest;

“**director**” includes a member of the committee of management of an industrial and provident society;

“**land**” excludes an easement, servitude, interest or right in or over land which does not carry with it a right for the relevant person (alone or jointly with another) to occupy the land or to receive income;

“**M**” means a member of a relevant authority; “**member**” includes a co opted member;

“relevant authority” means the authority of which M is a member;

“relevant period” means the period of 12 months ending with the day on which M gives a notification for the purposes of section 30(1) or 31(7), as the case may be, of the Act;

“relevant person” means M or any other person referred to in section 30(3)(b) of the Act;

“securities” means shares, debentures, debenture stock, loan stock, bonds, units of a collective investment scheme within the meaning of the Financial Services and Markets Act 2000 and other securities of any description, other than money deposited with a building society.

Section 2: Officers' Code of Conduct

1. Purpose

- 1.1 This code sets out the standards of conduct that the Tees Valley Combined Authority (the “**Combined Authority**”) expects from its officers. The aim is to promote high standards of conduct and to maintain public confidence in the Combined Authority and its services.

2. General Principles

- 2.1 The public is entitled to expect the highest standards of conduct from all Officers. The role of Officers is to represent the Combined Authority in delivering services to the local community. Officers must perform their duties to the best of their abilities with honesty, integrity, impartiality and objectivity and contribute to the maintenance of high standards in public service. Officers must at all times act in accordance with the trust that the public is entitled to place in them.
- 2.2 This code should be read in conjunction with the Combined Authority's Constitution and other relevant Policies and Procedures.

3. Gifts and Hospitality

- 3.1 All offers of gifts or hospitality should be treated with caution. Where a gift or hospitality could be perceived as an inducement or reward for performing Combined Authority duties, or where acceptance of the gift or hospitality could be open to misinterpretation, Officers should tactfully but firmly refuse the offer.
- 3.2 Gifts of a promotional nature, e.g. calendars, diaries and pens which are of a low monetary value i.e. less than £25 may be accepted.
- 3.3 All offers of gifts and hospitality of £25 or more in value, including any offers of sponsorship for training or development, whether or not they are accepted, must be recorded promptly (and no later than 28 days from the date of the offer) in a register held by the relevant nominated officer. Records for Directors will be published on the Combined Authority website.
- 3.4 It is a criminal offence under the Bribery Act 2010 to accept a bribe or to bribe another person. The offence of being bribed will occur where an employee agrees to receive or accepts an advantage (for their own or another's benefit and whether or not he or she actually receives it), in order to carry out the improper performance of a Combined Authority function, or where the advantage may be a reward for already having performed the

function improperly.

- 3.5 The offence of bribing another person occurs where an employee offers, promises or gives a financial or other advantage to another person, with the intention that this will induce that person to improperly perform a function or activity, or in order to reward that person for the improper performance of such a function or activity.
- 3.6 Guidance on the Bribery Act indicates that bona fide hospitality and promotional, or other business expenditure which seeks to improve the image of a commercial organisation, better to present products and services, or to establish cordial relations, is recognised as an established and important part of doing business and it is not the intention of the Act to criminalise such behaviour.
- 3.7 If Officers are in any doubt about the acceptance of a gift or hospitality, they should inform the Monitoring Officer in advance (where feasible) and seek advice. Where an employee receives an unsolicited gift or believes that a person is otherwise attempting to influence him or her, the Monitoring Officer should be informed immediately.
- 3.8 Particular care should be taken by Officers concerned with purchasing the award of official contracts or the allocation of grant monies. An Officer who knowingly accepts a gift or favour from a contractor or other person providing services to or seeking services or funding from the Combined Authority may put themselves at risk of a disciplinary investigation. Failure to record offers of gifts and hospitality may also be the subject of investigation by managers.

4. Confidential Information

- 4.1 Officers should treat all information they receive in the course of their employment as confidential to the Combined Authority. Officers must not use information in the Combined Authority's possession to further their private interests or those of their relations and friends. Deliberate exploitation of confidential information for personal gain may result in disciplinary action, including dismissal.
- 4.2 Officers are only permitted to disclose confidential information where it is required by law or where the Combined Authority has agreed to make the information available to the public. Where Officers are in any doubt as to whether they are permitted to release information they must consult their Manager before any disclosure is made.

5. Officer Interests

- 5.1 Officers must disclose any personal conflicts of interest and must not involve themselves in any decisions or matters where their actions could be perceived as biased. A personal conflict may arise where an Officer provides consultancy services in a private capacity which conflict with or are of a similar nature to the Combined Authority's services, or which may result in a reduction of the Combined Authority's services. Another example is where an employee, acting in a private capacity, causes conflict with a service provided by the Combined Authority to a service user.
- 5.2 Officer's interests in contracts must be disclosed in writing where Officers have any financial interest, direct or indirect, in any contract which the Combined Authority has entered into or is proposing to enter into, or any application by the Combined Authority for a licence, consent or permission. Officers are also required to identify a partner, relative or close associate who might have a legitimate interest in Combined Authority contracts or services.
- 5.3 Officers must also disclose in writing any interests where they are involved as either as an individual or as a partner in a business or as a Director of a Company or where they have a substantial shareholding in a public or private company which regularly has dealings with the Combined Authority. For this purpose, "substantial" can be defined as more than £5,000 nominal value or 1/100th of the nominal value of the company whichever is the lower. Friendship or membership of an association or society could also influence an Officer's judgements and should be treated in the same way.
- 5.4 If Officers are in any doubt as to what interests they need to declare they should seek guidance from the Monitoring Officer. Failure by Officers to declare interests in contracts or companies is a criminal offence. Failure to disclose a conflict of interest may result in disciplinary action.

6. Public Office

- 6.1 Officers who wish to seek public office in an Authority other than that with whom they are employed or act for are not generally prevented from doing so unless they occupy politically restricted posts under the Local Government and Housing Act 1989 ("the 1989 Act") but should discuss their intentions and the implications with the Monitoring Officer and seek legal advice.
- 6.2 Officers other than holders of politically restricted posts who become councilors of other Local Authorities should ensure that their two capacities are kept separate. In particular, they should take care that

they do not disclose or use for an unauthorised purpose confidential information which could benefit or cause harm either to the Authority represented or to the Combined Authority.

7. Political Activities

- 7.1 Political activities relate to standing for public elected office, engaging in party political debate in a personal capacity, by speaking or writing in public and canvassing at elections. The ability of Officers to engage in such activities is restricted if they occupy politically restricted posts, as defined by section 2 of the 1989 Act and specified in a list maintained by the Combined Authority as required by that Act.
- 7.2 An employee who proposes to engage in political activities should consider all aspects of this Code and ensure there is no conflict of interest between their duties as an employee and their political activities. Officers who regularly advise members, regularly have contact with the public or media, or exercise delegated powers should take particular care when they propose to engage in political activities. They must in all cases consult their Manager.
- 7.3 Where Officers are required to advise Members they must do so in ways which do not compromise their political neutrality and must not allow their own personal or political opinion to influence or interfere with their work.

8. Special Adviser

- 8.1 The Mayor may appoint a Special Adviser, to support the Mayor in the delivery of their priorities. The post shall draw on two established models - the central government model of a Minister's Special Adviser, and the local government model of a Political Assistant – drawing on best practice from both models to establish a role which works within the context of a Combined Authority. Full duties and responsibilities will be set out in the specific job description for the post.
- 8.2 The appointment of the Special Adviser will take place on merit, in accordance with the Combined Authority's recruitment policy and procedures. The appointment shall be on a temporary contract basis to reflect the tenure of the Mayor. The Special Adviser shall work directly with the Mayor on their day-to-day responsibilities, but shall report to the Group Chief Executive as their official line manager in the Group Chief Executive's role as lead officer responsible for the overall operations and staffing of the Combined Authority. Any complaints or questions about the appropriate role of the Special Adviser should be reported to the Group Chief Executive and/or Monitoring Officer.

- 8.3 The Special Adviser shall be employed by the Combined Authority, and therefore subject to all aspects of these Codes of Conduct. The post shall be designated as apolitically restricted post under the terms of section 2 of the Local Government and Housing Act 1989, and as summarised in section 7 above. It is however expected that the Special Adviser will provide advice to the Mayor on all aspects of the Mayor's role, including on matters which reflect the Mayor's political views. In this respect only, the role is exempt from the general requirements for local government officers to behave with impartiality and objectivity.

9. Recruitment and Employment

- 9.1 Officers involved in recruitment or decisions relating to discipline, promotion or grading must not be involved where they are related to an applicant or have a close association with an applicant or employee.
- 9.2 All Officers involved in recruitment and selection on behalf of the Combined Authority must be familiar with, and abide by, the Combined Authority's recruitment policy and procedures.
- 9.3 Canvassing of Members of the Combined Authority relating to any employment matter including appointments, is strictly prohibited and may result in disciplinary action.

10. Sustainability Issues

- 10.1 Officers must be aware of their obligation towards improving the environment and in particular ensure the wider long term implications of their actions are in accordance with Combined Authority policy.
- 10.2 Officers are required to consider sustainability issues when undertaking their duties, including the procurement of goods and services. In particular they should seek opportunities to improve and promote energy conservation, advocate recycling and waste minimisation, reduce pollution and support Combined Authority initiatives to improve the environment.

11. Diversity

- 11.1 All members of the local community, customers, contractors, Members and Officers have a right to be treated with fairness and dignity. All Officers are required to comply with the Combined Authority's diversity

policies and in accordance with the legal requirements placed upon the Combined Authority.

12. Intellectual Property/Copyright/Lecture Fees

- 12.1 All creative designs, writings and drawings produced by Officers in the course of their duties are the property of the Combined Authority.
- 12.2 All inventions made by Officers remain the property of the Combined Authority if made during the course of their duties. The duties are described in the Officers terms of employment, job description and those arising from an instruction from a manager or other authorised officer of the Combined Authority.
- 12.3 Fees for giving lectures or writing articles may only be retained by Officers where these activities are not integral to their employment or position with the Combined Authority and they are conducted in the Officers own time.
- 12.4 Where Officers are interviewed by the media or agree to give lectures in connection with their official duties the Combined Authority's communications manager must be consulted on any intended lecture or publication in the press or other media which is connected to their official duties and prior consent of their line manager must be obtained.
- 12.5 Officers should take care when expressing their personal views publicly that they do not undermine confidence in their objectivity in the performance of their duties.

13. Use of The Combined Authority's Facilities

- 13.1 Officers must ensure that they use public funds entrusted to them in a responsible and lawful manner. They should strive to ensure value for money to the local community and to avoid legal challenge to the Combined Authority.
- 13.2 The Combined Authority's resources should be used solely in respect of its business. No improper use must be made of premises, vehicles, equipment, stationery or services. A reasonable amount of personal use of ICT and telephone facilities may be made but is subject to any Combined Authority ICT protocols and any arrangements for the payment of personal telephone calls.

14. Performance of Duties

- 14.1 Officers are required to observe agreed working procedures,

operational regulations, health and safety rules, regulations, professional codes of practice and the provisions of the Combined Authority's Constitution and to carry out reasonable and proper instructions in matters relating to their duties.

14.1 An Officer must not:-

- (a) Fail to discharge through carelessness, or neglect an obligation placed upon him/her by contract or by law;
- (b) Fail to report any matter which he/she is required to report;
- (c) Fail to wear safety clothing or footwear, or use safety equipment which has been issued as being necessary in the interests of health & safety or otherwise fail to have due regard to health & safety requirements.

14.2 Failure to observe the Officers Code of Conduct or any human resources policies and procedures (for instance relating to substance misuse, smoking or ICT protocols) or other Combined Authority policies, regulations or standards, may lead to disciplinary action in accordance with the Combined Authority's disciplinary procedures.

Section 3: Protocol on Member/Officer Relations

1. The Role and Purpose of the Protocol

- 1.1 The Tees Valley Combined Authority (“the Combined Authority”) strives to carry out its duties and provide services in a way that is effective; efficient in terms of the resources deployed; and responsive to the views and wishes of the people that might be affected by what it does.
- 1.2 Above all, the Combined Authority operates with, and promotes high ethical values and standards in an environment which demands close and effective working relations between all Members and Officers without either seeking to take unfair advantage of their position. This is achieved by means of a culture of mutual respect, trust, courtesy, openness and understanding, in which Members and Officers feel free to speak to one another openly and honestly.
- 1.3 With this in mind, the purpose of this protocol is not in any way to change that relationship, but to offer guidance to Members and Officers on their respective roles and their working relations with one another, in order to help them to perform more effectively and thereby to ensure the efficient and effective running of the authority and the delivery of best value services to the local community.
- 1.4 The relations between Members and Officers are complex and varied. This protocol does not therefore aim to be either prescriptive or comprehensive. It is intended simply to offer guidance on some of the issues which most commonly arise. It is hoped however that the approach which it adopts to these issues will serve as a reference document for dealing with other issues.
- 1.5 This protocol relies to a large extent on current practice and convention. It does, however, attempt to promote greater clarity and certainty for the benefit of both Members and Officers.
- 1.6 The Protocol also seeks to reflect and bring together the principles underlying the respective Codes of Conduct which apply to Members and Officers. The shared objective of these Codes is to enhance and maintain the integrity (both real and perceived) of Local Government and those who work within it and to maintain the very high standards of personal conduct required of all who serve the public.
- 1.7 Local Government does not however operate in isolation. The

Combined Authority always seeks to work in partnership with other local organisations and agencies and regional and national bodies to the greatest effect for the people of the area. Increasingly the Combined Authority's Members and Officers are required to represent the Combined Authority on a variety of outside bodies and organisations with statutory and non-statutory links to the Combined Authority. Whilst the procedural aspects of the Protocol relate mainly to the Combined Authority, it is expected that Members and Officers representing the Authority on outside bodies, continue to maintain the ethos of courtesy, respect and understanding advocated by this Protocol.

- 1.8 The Protocol must be read and operated in the context of all relevant legislation and national and local codes of conduct and the Combined Authority's Policy on confidential reporting. A copy of the Members' Code of Conduct and the Confidential Reporting Policy are reproduced in this part of the Constitution. Advice and guidance in connection with the Code and Policy, together with this Protocol can be obtained from the Combined Authority's Monitoring Officer.

2. The Roles of Members and Officers

Members

- 2.1 The roles of Members of the Combined Authority and Officers employed by the Combined Authority are different, but complementary. Members and Officers are servants of the public and they are indispensable to one another, but their responsibilities are distinct. All Members, including the Mayor, are responsible to the electorate and serve only so long as their term of office lasts. Officers are responsible to their authority (the Combined Authority). Their job is to give advice to all Members including the Mayor, and to the authority, and to carry out the authority's work under the direction and control of the authority. Mutual respect between Members and Officers is essential to good Local Government. Close personal familiarity between individual Members and Officers can change this relationship and prove embarrassing to the Members and Officers.
- 2.2 The five guiding principles to be followed are that the Combined Authority should be:

Transparent – to ensure that the public are clear about who is responsible for particular decisions.

Understandable – to ensure that the decision making process is simple, clear and unambiguous to Members, Officers and the public.

Efficient – to enable swift and responsive action.

Accountable – to ensure that decisions are open to scrutiny by Members and by the public and that members of the public are able to measure the Combined Authority's actions against its agreed policies.

Providing Best Value - to promote continuous improvement within the Combined Authority and demonstrate Best Value in ensuring resources are directed appropriately.

Officers

- 2.3 Officers support and advise the Combined Authority, and the constituent parts of its decision-making processes; implement the Combined Authority's decisions and may themselves take decisions formally delegated to them through the approved Scheme of Delegation. All Officers are required to be politically neutral.
- 2.4 Both Officers and Members, including the Mayor, must comply in all respects and at all times with their respective Codes of Conduct, not only in their dealings with each other, but also when dealing with partners and the public.
- 2.5 In particular, it should be recognised that Members of the Combined Authority do not have any special immunity from civil or criminal wrongs that they may commit against fellow Members, Officers or members of the public. Members must ensure that they do not, therefore, for example, slander or libel another person. During the course of their normal duties for the Combined Authority, Members will only have a qualified (and not an absolute) protection against prosecution or civil action.
- 2.6 Any member of the public (including Officers) can complain to the Combined Authority's Monitoring Officer about a Members' alleged breach of the Combined Authority's Code of Conduct for Members and/or bring private, civil action against a Member. The Auditor can also take legal action against an elected Member and the Combined Authority, as a whole, for any alleged breach of the law.
- 2.7 The Combined Authority has statutory duties with regard to equality issues and in accordance with Combined Authority's Code of Conduct

for Members, Members must promote equality by not discriminating against others. Members and Officers should not, therefore, by their behaviour or speech act in a discriminatory way with regard to, for example, a person's age, gender, race, disability, religion, ethnicity, nationality or sexual orientation. Such principles will apply to the implementation of personnel policies, recruitment and promotion as they apply to day to day dealings with fellow human beings.

Members' expectations

2.8 Members can expect from Officers:-

- (a) A commitment to the Combined Authority as whole, and not to any particular political group.
- (b) A working partnership.
- (c) An understanding of and support for the respective roles, workloads and pressures.
- (d) Reasonable and timely response to enquiries and complaints.
- (e) Professional advice, not influenced by political views or preference, which does not compromise the political neutrality of Officers.
- (f) Regular, up to date information on matters that can reasonably be considered appropriate and relevant to their needs, having regard to any individual responsibilities that they have and positions that they hold.
- (g) Awareness of and sensitivity to the political environment.
- (h) Respect, dignity and courtesy and not acting in a discriminatory way through behaviour or speech.
- (i) That they have received relevant training and development in order to carry out their role effectively.
- (j) Integrity, mutual support and appropriate confidentiality
- (k) That employees will not use their relationship with Members to advance their personal interests or to influence decisions improperly.

- (l) That Officers will at all times comply with the relevant Code of Conduct.
- (m) Support for the role of Members as the local representatives of the Combined Authority, within the parameters of support approved by the Combined Authority.
- (n) That Officers will promote equality of opportunity in all Combined Authority matters.

Officers' Expectations

2.9 Officers can expect from Members:-

- (a) A working partnership.
- (b) An understanding of and support for the respective roles, workloads and pressures.
- (c) Leadership and direction.
- (d) Respect, dignity and courtesy and not acting in a discriminatory way through behaviour or speech.
- (e) Integrity, mutual support and appropriate confidentiality.
- (f) Not to be subject to bullying or harassment or to be put under undue pressure. Members should have regard to the seniority of Officers in determining what are reasonable requests, having regard to the relationship between Members and Officers, and the potential vulnerability of Officers, particularly at junior levels.
- (g) That Members will not use their position or relationship with Officers to advance their personal interests or those of others or to influence decisions improperly.
- (h) That Members will at all times comply with the Combined Authority's Members' Code of Conduct.
- (i) That Members will promote equality of opportunity in all Combined Authority matters.

Limitations upon Behaviour

2.10 The distinct roles of Members and Officers necessarily impose limitations upon behaviour. By way of illustration, and not as an exclusive list:-

- (a) Close personal, as opposed to working, relationships between Members and Officers can confuse these separate roles and detrimentally affect the proper discharge of the Combined Authority's functions, not least by creating the perception in others that a particular Member or Officer may be securing advantageous treatment.
- (b) The need to maintain the separate roles means that there are limits to the matters on which Members may seek the advice of Officers, both in relation to personal matters and party political issues.
- (c) Relationships with a particular individual or party group should not be such as to create public suspicion that an employee favours that Member or group above others.

Grievances or Complaints Procedure for Officers

- (d) From time to time the relationship between Members and Officers may break down or become strained. Whilst it will always be preferable to resolve matters informally, through conciliation by an appropriate senior manager or Member, Officers will have recourse to a Policy and Procedure relating to grievances, where the matter concerns their employment or to the Combined Authority's Monitoring Officer, as appropriate to the circumstances. In the event of a grievance or complaint being upheld, the matter will be referred to the Head of Paid Service who will decide on the course of action to be taken.

Procedure for Members

- (e) In the event that a Member is dissatisfied with the conduct, behaviour or performance of an Officer, he/she should not raise the matter in public or before the press, as Officers have no means of responding to the same in public. The matter should be raised with an appropriate Officer.

3. Chairs and Members of Overview and Scrutiny Committee

3.1 The primary role of the Chair and Members of the Overview and Scrutiny Committee is to scrutinise the decisions of the Combined

Authority, the Mayor, or the Combined Authority Cabinet.

- 3.2 Over and above these requirements, the Chair and Members of the Committee have responsibility for ensuring the scrutiny process operates fairly and openly. In particular, they will have responsibility for ensuring that Members and Officers are not questioned (whether through the nature, tone or language used), in such a manner as could be considered by a reasonable person to be hostile, offensive, derogatory, harassing, bullying, victimising, discriminatory or otherwise unacceptable or inappropriate behaviour by a Member.
- 3.3 The Chair and Members of the Committee should expect Members and Officers to be as open as legally possible with the Committee. In a public forum information should not however be disclosed where it is categorised as exempt or confidential information. The Chair and Members of the Committee will still need to demonstrate the same need to know in respect of access to information as other Members.
- 3.4 In accordance with the Code of Conduct, Members must not use the Combined Authority's resources for party political purposes. They must uphold the political impartiality of the Officer body, and not ask Officers to act in any way which would conflict with the Employee Code of Conduct, this Protocol, any other part of the Constitution or National Conditions of Service.
- 3.5 Officers are required to assist the Overview and Scrutiny Committee in the delivery of its role. The Chair and Members of the Committee will however have to be aware of the resource consequences of any proposals. In some instances requests for research in pursuit of scrutiny may have to be refused on grounds of expense or time. In any event information currently under confidential review by the Combined Authority, the Mayor, or the Combined Authority Cabinet will not normally be available on request to the Scrutiny Members.
- 3.6 The overriding principles outlined in paragraph 2.2 of this protocol apply to the scrutiny process, just as they do to the Combined Authority's decision-making arrangements.
- 3.7 The Overview and Scrutiny Committee may call on Members, including the Mayor, and senior Officers to answer questions on decisions made by the Combined Authority, by the Mayor or by the Combined Authority Cabinet or by delegated Officer decision, either by an invitation to attend Overview and Scrutiny committee meetings, or by responding in writing. Invitations should be issued in writing from the Chair of the

Overview and Scrutiny Committee and should indicate the subject matter which is to be addressed. Seven working days' notice should be provided wherever reasonably practicable.

4. Overview and Scrutiny Committee Members' Access to Information and Combined Authority Documents

- 4.1 Overview and Scrutiny Committee Members have statutory rights to access Combined Authority documents.
- 4.2 A Member of the Committee is entitled to a copy of any document which is in the possession or under the control of the Combined Authority or the Mayor, and which contains material relating to any business that has been transacted at a meeting of a decision-making body of the Combined Authority, or to any decision that has been made by an individual Member of the Combined Authority.
- 4.3 Where any such document is requested by a Member of the Committee, the Combined Authority or the Mayor must provide the document as soon as reasonably practicable and, in any event no later than 10 clear days after the Combined Authority has received the request.
- 4.4 However, no Member of the Committee is entitled to a copy of any such document, or part of a document which contains exempt or confidential information, unless that information is relevant to an action or decision that the Committee Member is reviewing or scrutinizing, or to any review contained in any programme of work of the Overview and Scrutiny Committee.
- 4.5 In addition, no Member of the Committee is entitled to a copy of a document, or part of a document containing advice provided by a political adviser appointed by the Mayor.
- 4.6 If the Combined Authority or the Mayor decides that a Member of the Overview and Scrutiny Committee is not entitled to a copy of a document, or part of any such document, for a reason set out in paragraphs 4.4 or 4.5, the Combined Authority or the Mayor must provide the Committee with a written statement setting out the reasons for the decision.
- 4.7 Whilst the term "Combined Authority document" is very broad and, prima facie, includes for example any document produced with

Combined Authority resources, it does not cover draft documents or documents which do not relate to business to be considered by or transacted at a Combined Authority, or Committee meeting. It is also accepted by convention that a Member of one party group will not have a “need to know” and therefore a right to inspect, a document which forms part of the internal workings of another party group.

- 4.8 Finally any Combined Authority information provided to an Overview and Scrutiny Committee Member must only be used by the Member for the purpose for which it was provided i.e. in connection with the proper performance of that Member’s duties as an Overview and Scrutiny Committee Member. Members might necessarily acquire much information that has not yet been made public and is still confidential. It is betrayal of trust to breach such confidences. Members should never therefore disclose or use confidential information for the personal advantage of themselves or of anyone known to them, or to the disadvantage or the discredit of the Combined Authority or anyone else.

Appendix II

ALLOCATIONS OF FUNDING TO HIGHWAYS AUTHORITIES

The devolved transport funding for Highways Authority functions is currently made up of the following funding streams and paid to Tees Valley Combined Authority,

- City Region Sustainable Transport Settlement
- Potholes Funding

Each funding stream will be distributed to each Local Authority based on previous allocation proportions which are set out below:-

	Integrated Transport Block	Highways Maintenance Formula	Highways Maintenance Incentive	Pothole Funding
Darlington	18.67%	18.40%	18.40%	18.49%
Hartlepool	15.15%	12.54%	12.54%	13.43%
Middlesbrough	22.27%	19.39%	19.39%	20.37%
Redcar and Cleveland	17.97%	22.37%	22.37%	20.87%
Stockton-on-Tees	25.94%	27.30%	27.30%	26.84%
Total	100.00%	100.00%	100.00%	100.00%

Appendix III

METHOD OF ESTABLISHING POLITICAL BALANCE OF COMMITTEES

- 1.1 The law requires the political representation on the certain committees of the Tees Valley Combined Authority to reflect the party political balance of the constituent authorities, taken as a whole across the Tees Valley.
- 1.2 This applies to:
 - the Overview and Scrutiny Committee; and
 - the Audit and Governance Committee.
- 1.3 The requirement for political balance does not apply to the Combined Authority's Cabinet, to the Transport Committee, Tees Valley Business Board, or to non-statutory partnership bodies established by the Cabinet.
- 1.4 These procedures set out how the requirement for political balance is to be enacted.
- 1.5 The principles behind these procedures are that:
 - The balance of party political representation should reflect, as far as possible, the balance of representation of the parties within the five constituent authorities, taken as a whole.
 - Since each of the five authorities has a different number of members overall, political balance should be calculated by averaging representation across the five councils, such that the councils are equally weighted.
 - The definition and size of Groups within each council shall be determined by the procedures applying in each Council, and shall be communicated by each Council's Monitoring Officer to the Monitoring Officer of the Combined Authority whenever there is a change.
 - Unless otherwise notified, members in one Council representing a political party shall be considered as part of the same Group with other members of the same political party in other Councils.
 - Achieving political balance at the Tees Valley level may sometimes require individual councils to make appointments which are not in conformity with the political balance procedures applying in that particular council. In these circumstances, the requirement to achieve political balance at the Tees Valley level takes precedence.

Calculating Political Balance

- 1.6 The political balance of a Combined Authority committee shall be calculated by:
- i. Taking the numbers in each Group within each constituent authority, as a percentage of the total number of members of that authority.
 - ii. For each Group, averaging the calculation at (i) across each of the five councils, to give a percentage weighting to be applied at the Tees Valley level.
 - iii. Excluding from consideration any Group where the calculation at (ii) is below a threshold of $\frac{1}{2}(1/x)$, where x =the number of committee places to be filled, and recalculating the figures at (ii) amongst the remaining Groups.
 - iv. Applying the percentages at (iii) to the overall number of places for members on each committee.
 - v. Applying a rounding convention to the figures derived at (iv), to ensure that the percentage of places on each committee approximates, as closely as possible, to the percentage weighting of each Group.
- 1.7 Having established the numbers required to be appointed from each Group, the number of appointments from each Group will be assigned to the individual councils, so as to reflect as far as possible the relative strength of each Group within each Council.
- 1.8 A spreadsheet demonstrating the current application of these procedures is provided at the end of this note, and will be updated whenever the Monitoring Officer is advised of a change.

Changing Political Balance

- 1.9 Under these procedures, changes in the party political composition of any of the individual councils may lead to a change in the political balance requirement of a Combined Authority committee. The Combined Authority's Monitoring Officer shall identify when such a change is required; on receipt of a notification of a change in the political balance of a constituent authority from the Monitoring Officer of that authority.
- 1.10 In these circumstances, the Monitoring Officer will re-calculate political balance, and identify any consequential requirement for a change in the appointments made by the constituent councils. Where a change is required, the constituent councils shall amend their appointments at the earliest practical opportunity.

Failure to accept an appointment

- 1.11 Where a Group chooses not to take up appointments to which it is entitled under these procedures, political balance shall be re-calculated excluding that Group from consideration; on the same basis as a group excluded at 1.6(ii).

Dispute resolution

- 1.12 In the event of any dispute or disagreement as to the application of these procedures, communicated by any member of any constituent authority, the position will be reviewed by the Monitoring Officer, in consultation with the Combined Authority's Group Chief Executive and the Monitoring Officers of the constituent authorities, and his or her decision shall be final.

Appendix IV

Members and Mayoral Allowances

TVCA GROUP MEMBERS' ALLOWANCES SCHEME 1st APRIL 2022 TO 31st MARCH 2023

In accordance with the Local Authorities (Members' Allowances) (England) Regulations 2003 (as amended) ("the Regulations"), the Tees Valley Combined Authority Group's scheme for the payment of Expenses, with effect from 1st April 2022 is as follows:

It is hereby agreed that members expenses shall only be payable for travel outside of the Tees Valley, this includes the independent members of the Audit and Governance Committee.

The Mayor and the Chair of the Tees Valley Business Board may, however, claim expenses for travel within as well as outside the Tees Valley.

Travel and Subsistence Expenses

1. Mileage Expenses

- Member's motorcycle 21.45p per mile
- Member's Car 46.9p per mile (or round trip journeys in excess of 75 miles, all miles in excess of 75 will be paid at the lower mileage rate of 13.7p per mile.
- Bicycle/Cycle 23p per mile
- In addition 3p per mile can be claimed for each passenger carried (up to a maximum of 4) to whom a travelling allowance would otherwise be payable.

2. Subsistence Overnight Allowance

- Subsistence Allowance overnight or for an annual conference of the Local Government Association (including or not including an annual meeting) or of such other association of bodies as may be approved. This allowance would normally cover the cost of accommodation.

3. The Mayor and Tees Valley Business Board members may, however, claim expenses for travel within as well as outside the Tees Valley. These expenses will be published periodically on the Combined Authority website.

Within the context of this section of the Scheme "Member" includes a Substitute Member.

4. General

- A person may, by notice in writing given to the Proper Officer of the Combined Authority, elect to forgo their entitlement or any part of his/her entitlement to Expenses.
- The time limit from the date on which an entitlement to an allowance arises during which a claim for the allowance must be made by the person to whom they are payable is two months.
- This will not however prevent the Combined Authority from making a payment where the allowance is not claimed within the period specified in the scheme should the circumstances justify doing so.
- Where a Member of the Combined Authority is also a member of another authority, that Member may not receive Expenses from more than one authority in respect of the same duties.
- Where a Member's employer pays or has paid the Member's Expenses, that Member may not also receive Expenses from the Combined Authority.
- Where payment of any allowance has already been made in respect of any period during which the Member concerned: - (i) ceases to be a Member of the Combined Authority; or (ii) is in any other way not entitled to receive the Expenses in respect of that period, the Combined Authority may require that such part of the allowance as relates to any such period be repaid to the Combined Authority.

MAYORAL ALLOWANCE

In accordance with the provisions of the Local Authorities (Members' Allowances) (England) Regulations 2003 (as amended), and after considering the report and recommendations of its Independent Remuneration Panel, the Combined Authority has approved the payment of an allowance of **£65,000** to the Tees Valley Mayor for the period 10th May 2021 to 9th May 2022.

Appendix V

Whistleblowing Policy

This policy enables employees, elected members, contractors, members of the public and other persons that it deals with to voice confidentially serious concerns over alleged malpractice and alleged wrongdoing within the Combined Authority.

1. INTRODUCTION

- 1.1** Employees/Officers are sometimes the first to realise that there may be something seriously wrong, but they may not express their concerns because they feel that speaking up would be disloyal to their colleagues or to the Combined Authority; or they may fear harassment, victimisation or other reprisals. In these circumstances it may be easier to ignore the concern rather than report what may be just a suspicion of malpractice.
- 1.2** The Combined Authority is committed to the highest possible standards in the delivery of its services, and for full accountability for those services. In line with that commitment employees are encouraged to come forward and voice any serious concerns they may have about the Combined Authority's operations. It is recognised that certain matters will have to be dealt with on a confidential basis. This policy makes it clear that you can do so without fear of reprisals. This policy is intended to encourage and enable you to raise serious concerns within the Combined Authority rather than overlooking a problem or "blowing the whistle" outside.
- 1.3** The policy applies to all Officers, employees and any contractors working for the Combined Authority on Combined Authority premises. It also covers suppliers and those providing services under a contract with the Combined Authority in their own premises. It also allows for elected members and members of the public to report any concerns they may have.

2. AIMS AND SCOPE OF THIS POLICY

- 2.1** This policy aims to:
 - (a) provide avenues for you to raise concerns and receive feedback on any action taken;
 - (b) allow you to take the matter further if you are dissatisfied with the Combined Authority's response to the concerns expressed; and

- (c) reassure you that you will be protected from possible reprisals or victimisation

22 Complaints systems are in place to provide a mechanism for individuals to complain about the standard of service, action or lack of action by the Combined Authority or its employees, which affect our services to the public. If you are an employee there are procedures in place to enable you to lodge a grievance relating to your own employment. The Whistleblowing Policy is intended to cover concerns that fall outside the scope of these procedures e.g. malpractice or wrongdoing.

23 Thus any serious concern that you may have regarding possible malpractice or wrongdoing in any aspect of service provision or the conduct of Officers or Members of the Combined Authority (although complaints about Members' conduct will need to be forwarded to the Combined Authority's Monitoring Officer) or others acting on behalf of the Combined Authority, can and should be reported under this policy. Employees and Officers are expected to report malpractice and wrongdoing and may be liable to disciplinary action if they knowingly and deliberately do not disclose information relating to malpractice or wrongdoing in any aspect of service provision or the conduct of Officers or Members of the Combined Authority or others acting on behalf of the Combined Authority.

3. WHAT IS MALPRACTICE OR WRONGDOING?

3.1 Malpractice and wrongdoing may be about something which:-

- is unlawful; or
- against the Combined Authority's Procedure Rules or policies; or
- is not in accordance with established standards of practice; or
- amounts to improper conduct by an Officer or a Member.

3.2 The overriding concern should be that it would be in the public interest for the malpractice or wrongdoing to be corrected and, if appropriate, sanctions to be applied.

3.3 The following are examples of issues which could be raised under this policy. It is not intended to be an exhaustive list and there may be other matters which could be dealt with under the policy:

- (a) any unlawful act or omission, whether criminal or a breach of civil law

- (b) maladministration, as defined by the Local Government Ombudsman
- (c) breach of any statutory code of practice
- (d) breach of, or failure to implement or comply with any policy determined by the Combined Authority
- (e) failure to comply with appropriate professional standards or other established standards of practice
- (f) corruption or fraud
- (g) actions which are likely to cause physical danger to any person, or give rise to a risk of significant damage to property
- (h) failure to take reasonable steps to report and rectify any situation which is likely to give rise to a significant avoidable cost, or loss of income, to the Combined Authority or would otherwise seriously prejudice the Combined Authority
- (i) abuse of power, or the use of the Combined Authority's powers and authority for any unauthorised or ulterior purpose
- (j) unfair discrimination in the Combined Authority's employment or services
- (k) dangerous procedures risking health and safety
- (l) damage to the environment
- (m) other unethical conduct

4. SAFEGUARDS

HARASSMENT OR VICTIMISATION

- 4.1** The decision to report a concern can be a difficult one to make, not least because of the fear of reprisal from those responsible for the malpractice or from the Combined Authority as a whole. The Combined Authority will not tolerate any harassment or victimisation and will take appropriate action in order to protect you if you raise a concern in good faith. In addition you are protected in law by the Public Interest Disclosure Act 1998, which gives employees protection from detriment and dismissal where they have made a protected disclosure, provided

the legal requirements of the Act are satisfied.

- 42** This does not however necessarily mean that if you are already the subject of disciplinary procedures that those procedures will be halted as a result of a concern being raised under this policy.

CONFIDENTIALITY

- 43** It will be easier to follow up and to verify complaints if complainants are prepared to give their names. However, wherever possible the Combined Authority will protect those who do not want their names to be disclosed. It must be appreciated that any investigation process may nonetheless reveal the source of the information and that a statement from you may be required as part of the evidence.

ANONYMOUS ALLEGATIONS

- 44** Concerns expressed anonymously are much less powerful, and they will be treated with caution and considered at the discretion of the Combined Authority. In exercising this discretion the factors to be taken into account would include:

- (a) the seriousness of the issues raised;
- (b) the credibility of the concern; and
- (c) the likelihood of obtaining the necessary information and confirmation of the allegation.

DELIBERATELY FALSE OR MALICIOUS ALLEGATIONS

- 45** The Combined Authority will view very seriously any deliberately false or malicious allegations it receives, and will regard the making of any deliberately false or malicious allegations by any employee as a serious disciplinary offence which could result in dismissal.
- 46** If you make an allegation in good faith but it is not confirmed by the investigation, no action will be taken against you.
- 47** The Combined Authority will try to ensure that the negative impact of either a malicious or unfounded allegation about any employee is minimised. However, it must be acknowledged that it may not be possible to prevent all of the repercussions potentially involved.

5. HOW DO I RAISE A CONCERN?

- 5.1 If you suspect wrongdoing in the workplace:
- **do not** approach or accuse the individuals directly
 - **do not** try to investigate the matter yourself
 - **do not** convey your suspicions to anyone other than those with the proper authority, but **do** something!
- 5.2 As a first step, you should normally raise concerns with your immediate manager or supervisor. However, the most appropriate person to contact will depend on the seriousness and sensitivity of the issues involved and who is thought to be involved in the malpractice. For example, if you believe that senior management is involved in the matter of concern, or the normal channels of communication are inappropriate for some reason, as an employee of the Combined Authority you should approach a nominated officer (an Officer who has been nominated for the purpose of dealing with concerns under this policy). If you feel that this would be inappropriate in the light of the particular matter concerned, or if you are not a Combined Authority employee, you can contact the Combined Authority's Monitoring Officer.
- 5.3 Concerns may be raised verbally but are better raised in writing. You are invited to set out the background and history of the concern giving relevant names, dates and places where possible, and the reason why you are particularly concerned about the situation. If you do not feel able to put your concern in writing, you can telephone or meet the appropriate Officer.
- 5.4 The earlier a concern is expressed, the easier it is to take appropriate action.
- 5.5 Although you are not expected to prove the truth of an allegation that is made, it will be necessary for you to demonstrate to the person contacted that there are sufficient grounds for concern.
- 5.6 Advice and guidance on how matters of concern may be pursued can be obtained from the Combined Authority's Monitoring Officer.
- 5.7 Alternatively, you may wish to seek advice from your trade union or professional association.
- 5.8 Elected members who wish to raise a concern should do so by contacting the Combined Authority's Monitoring Officer.

- 5.9** Members of the public who wish to raise a concern should do so by contacting the Combined Authority's Governance Manager

6. HOW THE COMBINED AUTHORITY WILL RESPOND

- 6.1** The action taken by the Combined Authority will depend on the nature of the concern. Where appropriate, the matters raised may:

- be investigated by management, internal audit, or through the disciplinary process
- be referred to the Police
- be referred to the external Auditor
- need to be the subject of a referral to the Combined Authority's Monitoring Officer
- form the subject of an independent enquiry

- 6.2** In order to protect individuals and the Combined Authority, initial enquiries will be made to decide whether an investigation is appropriate and, if so, what form it should take. Concerns or allegations which fall within the scope of specific procedures (for example allegations of breaches of the Combined Authority's Code of Conduct, or discrimination issues) will normally be referred for consideration under these procedures.

- 6.3** Some concerns may be resolved by agreed action without the need for investigation.

- 6.4** Within 14 calendar days of a concern being raised under this procedure the relevant Officer will write to you:

- (a) acknowledging that the concern has been received;
- (b) indicating how it is proposed to deal with the matter;
- (c) giving an estimate (so far as reasonably practicable) as to how long it will take to provide a final response;
- (d) telling you whether any initial enquiries have been made; and
- (e) telling you whether further investigations will take place and if not, why not.

- 6.5** The amount of contact between you and the Officers considering the issues will depend on the nature of the matters raised; the potential difficulties involved; and the clarity of information provided. If necessary,

further information will be sought from you.

- 6.6 Where any meeting is arranged, you have the right, if you so wish, to be accompanied by a trade union or professional association representative or a friend who is not involved in the area of work to which the concern relates.
- 6.7 The Combined Authority will take appropriate steps to minimise any difficulties you may experience as a result of raising a concern. For example, if you are required to give evidence in criminal or disciplinary proceedings the Combined Authority will advise you about the procedure.
- 6.8 The Combined Authority accepts that you need to be reassured that the matter has been properly addressed. Therefore, subject to any legal restraints, you will receive as much information as possible about the outcomes of any investigation.

7. HOW CAN I TAKE THE MATTER FURTHER?

- 7.1 This policy is intended to provide employees and other persons with an avenue to raise concerns **within** the Combined Authority and it is hoped that you will take this option in the first place. The Combined Authority hopes you will be satisfied with the action taken under the policy. If you are not, and you feel it is right to take the matter outside the Combined Authority, then depending upon the nature of the issue involved, the following are possible contact points:
 - 1. the External Auditor
 - 2. relevant professional bodies or regulatory organisations
 - 3. the Police
 - 4. the Local Government Ombudsman
 - 5. Public Concern at Work
 - 6. an independent legal adviser within the meaning of the Public Interest Disclosure Act 1998
 - 7. a regulatory body designated for the purposes of the Public Interest Disclosure Act
- 7.2 If you do wish to take the matter outside the Combined Authority, you must first ensure that you do not disclose confidential information. Check with a nominated Officer or the Monitoring Officer about that. In addition, if you wish to secure the protections afforded by the Public Interest Disclosure Act, you must ensure that your disclosure is protected within the meaning of the Act and that it complies with a set of specific conditions which vary according to whom the disclosure is made. Again, please check with a nominated Officer or the Monitoring

Officer about these matters.

8. RESPONSIBILITY FOR THE POLICY

- 8.1** The responsibility for the effectiveness of this policy rests with the Monitoring Officer. That Officer will be advised about and maintain records of concerns raised and the outcomes (but in a form which does not endanger your confidentiality) and will report as necessary to the Combined Authority or one of its Committees.

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